

**FORM 51-102F3**

**MATERIAL CHANGE REPORT**

**Item 1. Name and Address of Company**

*Squire Mining Ltd.*  
*(the "Company")*  
*Suite 404 –815 Hornby Street*  
*Vancouver, BC V6Z 2E6*

**Item 2. Date of Material Change**

*December 15, 2017*

**Item 3. News Release**

*A news release was issued on December 15, 2017 and disseminated through the facilities of GlobeNewswire.*

**Item 4. Summary of Material Change**

*The Company closed a non-brokered private placement of 10,133,333 units (the "Units") at a price of \$0.06 per Unit for gross proceeds of \$608,000 (the "Financing"). Each Unit consists of one common share and one transferable share purchase warrant to purchase one additional common share at a price of \$0.08 for a period of two years.*

*A finder's fee of 560,000 Units is payable to Faveo Capital Ltd. in connection with the Financing and all securities issued under the Financing are subject to a hold period of four months and one day.*

**Item 5.1 Full Description of Material Change**

*See item 4 above.*

**Item 5.2 Disclosure for Restructuring Transactions**

*Not applicable.*

**Item 6. Reliance on subsection 7.1(2) of National Instrument 51-102**

*This Report is not being filed on a confidential basis.*

**Item 7. Omitted Information**

*None.*

**Item 8. Executive Officer**

*Donna M. Moroney,*  
*Corporate Secretary*  
*604.696.4236*

**Item 9. Date of Report**

*December 18, 2017*