

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

*Squire Mining Ltd. (the "Company")
1100 – 865 Howe Street
Vancouver, BC V6C 2T5*

Item 2. Date of Material Change

August 21, 2018

Item 3. News Release

A news release was issued on August 21, 2018 and disseminated through the facilities of GlobeNewswire.

Item 4. Summary of Material Change

*The Company announced that an associate of Coingeek.com, the world's largest miner of Bitcoin Cash (BCH), is the exclusive worldwide distributor (the "**Distributor**") of the Company's next generation ASIC chips and mining systems currently under development.*

Upon completion of development and manufacture of the Company's initial ASIC chip and mining rig, the Distributor will have the exclusive right to market, promote, solicit, sell and distribute the Company's new ASIC chip and mining system to Bitcoin BCH and other alt coin miners under the CoinGeek.com brand, subject to certain minimum purchase requirements, as more particularly described in the Company's news release of August 10, 2018. All marketing of the Company's products will be done under the CoinGeek.com brand.

*The Company has formed a new joint venture company, Arasystems Technology Corp. ("**Arasystems**"), with Future Farm Developments Ltd. ("**Future Farm**"), a Hong Kong based technology company, to manage the development, manufacture and assembly of the Company's next generation mining systems. Each new mining system developed by Arasystems will incorporate the Company's latest ASIC chip and be sold globally under the Coingeek.com brand pursuant to the Company's exclusive distributor agreement with the Distributor. The Company owns a 75% equity interest in Arasystems with Future Farm owning the remaining 25% equity interest.*

*Arasystems has entered into a provisional agreement (the "**Provisional Agreement**") with an arms-length major global technology assembly company to assist in the design and assembly of the Company's initial next generation mining system at such time as a working prototype of the Company's initial ASIC chip has been developed. The Provisional Agreement lays the groundwork for Arasystems to assemble and produce, at commercial volumes, new mining systems containing the Company's next generation ASIC chips. The Provisional Agreement is non-binding and subject to negotiation and execution of a formal design and assembly agreement.*

Item 5.1 Full Description of Material Change

See attached news release dated August 21, 2018.

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

*Simon Moore,
President and Chief Executive Officer
604.929.0900*

Item 9. Date of Report

August 21, 2018

SQUIRE MINING LTD.

NEWS RELEASE

SQUIRE DISCLOSES COINGEEK.COM ASSOCIATE AS EXCLUSIVE WORLDWIDE DISTRIBUTOR FOR ITS NEXT GENERATION ASIC CHIPS AND MINING SYSTEMS; SIGNS PROVISIONAL AGREEMENT WITH GLOBAL TECHNOLOGY ASSEMBLY COMPANY FOR MINING SYSTEMS

VANCOUVER, B.C., Squire Mining Ltd. (CSE: SQR) – August 21, 2018 – Further to the Company’s news release of August 10, 2018, Squire Mining announces an associate of Coingeek.com, the world’s largest miner of Bitcoin Cash (BCH), is the exclusive worldwide distributor (the “**Distributor**”) of the Company’s next generation ASIC chips and mining systems currently under development.

Upon completion of development and manufacture of the Company’s initial ASIC chip and mining rig, the Distributor will have the exclusive right to market, promote, solicit, sell and distribute the Company’s new ASIC chip and mining system to Bitcoin BCH and other alt coin miners under the CoinGeek.com brand, subject to certain minimum purchase requirements, as more particularly described in the Company’s news release of August 10, 2018. All marketing of the Company’s products will be done under the CoinGeek.com brand.

“We are very excited to be partnering with a market leader such as Coingeek.com and its associates. This partnership will allow us to quickly gain a strong foothold in a fast-moving, global marketplace.”-- Simon Moore, Executive Chairman of Squire.

On August 10, 2018, the Company completed a private placement financing of \$25,500,000 (the “**Financing**”) to fund, among other things, the development, manufacture and sale of data mining infrastructure and system technology (including ASIC chips and mining rigs) to support the mining of Bitcoin Cash and other alt coins such as coins using Segwit Technology. The Company expects to complete the manufacture and assembly of a pilot production test run of its initial ASIC chip and rig for mining Bitcoin Cash by the end of the fourth quarter of 2018, for delivery to Coingeek.com and its associates.

Squire also announces that it has formed a new joint venture company, Arasystems Technology Corp. (“**Arasystems**”), with Future Farm Developments Ltd. (“**Future Farm**”), a Hong Kong based technology company, to manage the development, manufacture and assembly of the Company’s next generation mining systems. Each new mining system developed by Arasystems will incorporate the Company’s latest ASIC chip and be sold globally under the Coingeek.com brand pursuant to the Company’s exclusive distributor agreement with the Distributor. The Company owns a 75% equity interest in Arasystems with Future Farm owning the remaining 25% equity interest.

Squire further announces that Arasystems has entered into a provisional agreement (the “**Provisional Agreement**”) with an arms-length major global technology assembly company to assist in the design and assembly of the Company’s initial next generation mining system at such time as a working prototype of the Company’s initial ASIC chip has been developed. The Provisional Agreement lays the groundwork for Arasystems to assemble and produce, at commercial volumes, new mining systems containing the Company’s next generation ASIC chips. The Provisional Agreement is non-binding and subject to negotiation and execution of a formal design and assembly agreement.

For further information contact: Simon Moore, President and Chief Executive Officer
Telephone: (604) 929 - 0900

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING INFORMATION: This news release includes certain “forward-looking information” under applicable Canadian securities legislation. Forward-looking information includes, but is not limited to, statements regarding the future development, manufacture and sale of the Company’s next generation ASIC chips and mining systems for Bitcoin BCH. Forward-looking information is necessarily based upon a number of estimates and assumptions that, while considered reasonable, are subject to known and unknown risks, uncertainties, and other factors which may cause the actual results and future events to differ materially from those expressed or implied by such forward-looking information. Such factors include, but are not limited to: general business, economic, competitive, political and social uncertainties, uncertain and volatile equity and capital markets, lack of available capital, risks related to chip and rig design, development and manufacturing, technological change, obsolescence and the marketability of any chips or rigs developed by the Company. Actual results and future events could differ materially from those anticipated in such forward looking information. There are no assurances that the Company will successfully design and develop a commercially viable ASIC chip or mining rig as contemplated and, even if successful, there is no guarantee that the Company will be able to successfully negotiate and enter into a formal design and assembly agreement for its mining systems with its proposed global technology assembly company on the terms presently contemplated or at all. Accordingly, readers should not place undue reliance on forward-looking information. The Company disclaims any intention or obligation to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as required by law.