FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

Aurcana Corporation (the “Company”)
1750 – 1188 West Georgia Street
Vancouver, British Columbia V6E 4A2
Tel: 604.331.9333
Fax: 604.633.9179

Item 2: Date of Material Change

December 19, 2013

Item 3: News Release

The news release was disseminated on December 19, 2013 through Marketwire and filed on SEDAR

Item 4: Summary of Material Change

See Full Description of Material Change.

Item 5: Full Description of Material Change

Vancouver, BC, **December 19, 2013- Aurcana Corporation ("Aurcana" or the "Company")** (TSXV: AUN, OTCQX: AUNFF) wishes to provide an update as to the status of its Shafter Project. The Aurcana Board of Directors, after careful consideration and review of the development and mining options for the Shafter Project under current economic conditions and low silver prices, has elected to put the Shafter Project on “care and maintenance”. Employees were notified Wednesday, December 18, 2013.

Aurcana is planning to initiate an exploration program designed to test targets within Shafter’s known mineralized areas in further detail, to help determine whether additional higher grade mineralization can be delineated. Aurcana geologists have identified areas of interest to justify such a program.

Lenic Rodriguez, Aurcana’s President and CEO, states “Aurcana’s management and its board of directors are very disappointed that in spite of many of our employees’ best efforts, the prevailing economic conditions, in particular low silver prices, have caused the Company to suffer significant losses from the Shafter Project’s operations, resulting in an unsustainable drain on the Company’s treasury. We wish to thank all our employees and stakeholders for their efforts and support.”

As a result of the decision to place the Shafter Project on care and maintenance, the Company has determined that it will not immediately proceed with the planned updated resource estimate on the Shafter Project which was referenced in the Company’s news release dated December 12, 2013.

Aurcana’s board of directors and senior management have elected to take a 20 per cent reduction in compensation as part of an on-going cost reduction program.

Mr. Andrew Kaczmarek, a qualified person (as defined in National Instrument 43-101) and the Company's Chief Operating Officer, has reviewed and approved the scientific and technical information contained in this release.

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

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

N/A.

Item 7: Omitted Information

N/A.

Item 8: Executive Officer

The following executive officer of the Company is knowledgeable about the material change disclosed in this report and may be contacted as follows:

Lenic Rodriguez
Tel: 604.331.9333

Item 9: Date of Report

December 20, 2013