

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Reporting Issuer

Goldgroup Mining Inc. (the "Issuer")
Suite 818, 475 Howe Street
Vancouver, British Columbia, V6C 2B3

Item 2. Date of Material Change

July 1, 2013 and July 5, 2013

Item 3. News Release

A news release announcing the material change referred to in this report was issued on July 12, 2013.

Item 4. Summary of Material Changes

On July 12, 2013 the Issuer announced changes in its Officers.

Item 5. Full Description of Material Change

On July 12, 2013 the Issuer announced that it had released, effective July 1, 2013 and July 5, 2013, respectively, Kevin Sullivan as Vice President of Exploration and Brigitte McArthur as Corporate Secretary. The Issuer also announced that effective July 12, 2013 Mike Clark, the Issuer's current Chief Financial Officer also assumed the role of the Company's Corporate Secretary.

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

Not applicable.

Item 7. Omitted Information

Not applicable.

Item 8. Executive Officer

The name and business telephone number of an officer of the Issuer who is knowledgeable about the material change and this report is as follows:

Michael Clark, Chief Financial Officer & Corporate Secretary
Phone: 778-330-2752 or 604-671-4614

Item 9. Date of Report

July 16, 2013