FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Reporting Issuer

Goldgroup Mining Inc. (the "Issuer")
Suite 1502, 1166 Alberni Street
Vancouver, BC, Canada V6E 3Z3

Item 2. Date of Material Change

June 17, 2015

Item 3. News Release

A news release announcing the material change referred to in this report was issued on June 18, 2015.

Item 4. Summary of Material Changes

On June 18, 2015 the Issuer announced that it had signed a letter of intent and credit agreement with Monarch Gold Corp. and it further announced the appointment of Mr. Javier Montaño to its Board of Directors.

Item 5. Full Description of Material Change

On June 18, 2015 the Issuer announced that it had signed a Letter of Intent ("LOI") and Credit Agreement with Monarch Gold Corp. ("Monarch"). Monarch, is a privately held mining company with mining concessions in Canada. Pursuant to the terms of the LOI, the Issuer shall invest CAD$100,000 in Monarch in order to acquire 50% of Monarch's issued and outstanding common shares. Concurrently with the execution of the LOI and pursuant to the terms of the Credit Agreement, the Issuer advanced a non-interest bearing secured loan ("Secured Loan") of CAD$2,500,000 to Monarch to fund an equipment purchase and the acquisition of mining concessions. The Secured Loan is due on July 17, 2017. The LOI also contemplates that the Issuer will advance an additional CAD$1,400,000 to Monarch on substantially the same terms as the Secured Loan, subject to the completion of the Issuer's ongoing due diligence and other conditions. The Issuer intends to conclude the definitive agreements for its equity investment in Monarch and its second secured loan by not later than July 31, 2015.

The Issuer further announced the appointment of Mr. Javier Montaño to its Board of Directors.

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:

Sam Wong
Chief Financial Officer
& Corporate Secretary
Phone: 778-330-2752

Item 9. Date of Report

June 19, 2015