**MATERIAL CHANGE REPORT**
Form 51-102F3
Section 7.1 of National Instrument 51-102

## Item 1. Name and Address of Company

Eloro Resources Ltd. (“Eloro” or the “Corporation”)
20 Adelaide Street East, Suite 200
Toronto, Ontario M5C 2T6

Telephone: (416) 868-9168
Facsimile: (416) 361-1333

## Item 2. Date of Material Change

September 4, 2015

## Item 3. News Release (including date and method of dissemination)

A new release was issued via Marketwire on September 4, 2015 and subsequently filed on SEDAR.

## Item 4. Summary of Material Change

Eloro announced it had completed the previously announced non-brokered private placement (the “Private Placement”) of 1,250,000 units of Eloro at a price of $0.12 per unit (“Units”) for proceeds of $150,000.

Each Unit consists of one Common Share and one half of one Common Share purchase warrant (a “Warrant”). Each whole Warrant entitles the holder to purchase one Common Share at a price of $0.24 per share for a term of 24 months, expiring September 3, 2017.

The proceeds of the Private Placement will be used for working capital purposes and to finance exploration efforts on Eloro’s optioned La Victoria Property in Peru. The Private Placement is subject to final approval by the TSX Venture Exchange. Certain officers and a director of the Corporation participated in the Private Placement. All securities issued pursuant to the Private Placement are subject to the applicable statutory four month hold period.

## Item 5. Full Description of Material Change

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**Item 6. Reliance on Section 7.1(2) or (3) of National Instrument 51-102**

Not applicable

**Item 7. Omitted Information**

Not applicable

**Item 8. Executive Officer**

Inquiries in respect of the material change referred to herein may be made to:

Jorge Estepa, Vice-President
Phone: (416) 868-9168

**Item 9. Date of Report**

This report is dated as of the 11th day of September, 2015.