

**Form 51-102F3
Material Change Report**

1. Name and Address of Company

Kenieba Goldfields Ltd. (the "Company")
3467 Commercial Street Vancouver, BC
V5N 4E8

2. Date of Material Change

July 14, 2014

3. News Release

A news release was issued on July 14, 2014 and disseminated through Canada Stockwatch and Market News.

4. Summary of Material Change

The Company stakes Esperon property.

5. Full Description of Material Change

The Company has staked a mineral property (Esperon Property) comprising of two mineral claims (Esperon 1 and Esperon 2) covering approximately 1,305.99 hectares land located in the Vernon Mining Division of British Columbia on NTS Map Sheet 82L. The mineral property is located approximately 40 km northwest of Kelowna in the Thompson Plateau of south-central British Columbia and is accessible by driving 8 kilometres on Westside paved road, then onto well maintained Bear Creek main logging road for 25 kilometres and following Esperon Main logging road. There are several logging roads providing access to various areas of the Property. Mineral claims are registered in the name of Kenieba Goldfields Ltd. (279955) and are in good standing until July 02, 2015. The Company has commissioned an independent NI 43-101 technical report to assess the potential of the Esperon property as an exploration target and design a suitable initial phase work program to begin such assessment. No exploration plans have been confirmed as of yet.

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

Not applicable

7. Omitted Information

Not applicable

8. Executive Officer

Simon Tam
President
Tel: (604) 668-5992

9. Date of Report

July 15, 2014