

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Cava Resources Inc.
65 Queen St. W., Suite 510
Toronto, Ontario M5H 2M5

Item 2. Date of Material Change

February 9, 2018

Item 3. News Releases

A press release in the form of Schedule A attached hereto was disseminated on February 9, 2018 via Newsfile Corp.

Item 4. Summary of Material Change

Cava Resources Inc. (TSXV: CVA) ("Cava" or the "Company") has announced that it has closed the second tranche of its previously announced private placement financing. The Company issued an additional 3,700,000 units at an issue price of \$0.20 per unit for proceeds of \$740,000 which together with the first tranche resulted in a total issuance of 8,854,000 units for total gross proceeds of \$1,770,800.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

See Schedule A attached.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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 following officer of the Company may be contacted for further information:

R. Brian Murray,
President, 416-985-7810

Item 9. Date of Report

This report is dated this 12th day of February, 2018.



Cava Resources Inc. Closes Second Tranche of Private Placement

Toronto, Ontario--(Newsfile Corp. - February 9, 2018) - Cava Resources Inc. (TSXV: CVA) ("Cava" or the "Company") announced today that it has closed the second tranche of its previously announced private placement financing. The Company issued an additional 3,700,000 units at an issue price of \$0.20 per unit for proceeds of \$740,000 which together with the first tranche resulted in a total issuance of 8,854,000 units for total gross proceeds of \$1,770,800.

Each unit consists of one common share and one-half of one share purchase warrant, with each warrant entitling the holder to purchase one common share at \$0.50 per share until the close of business on the day which is 36 months from the date of issue of the warrant.

For the second tranche, the Company paid finder's fees totaling \$23,100 and issued 115,500 finders warrants, with each finder warrant exercisable into a common share of the Company at an exercise price of \$0.20 per share for a period of 18 months.

The securities issued pursuant to the private placement are subject to a hold period of 4 months and one day from the closing date.

About Cava Resources Inc.

Cava is a junior exploration company whose primary property consists of its Casa Berardi properties which comprises two non-contiguous claim groups (the Casa Berardi North and the Cancor Extension) that are located in the Casa Berardi area of northwestern Quebec. Cava holds a 70% interest in these properties.

During the past year, Cava has been investigating other opportunities and carrying out due diligence. It has now entered into an agreement with Gold Rush Cariboo Inc. ("Gold Rush") to acquire all of the outstanding shares of Gold Rush in exchange for 12,600,000 shares of Cava. Gold Rush has an agreement with Goldlands Inc. to acquire the Horseshoe Bend property in southwest British Columbia and an option to acquire an additional 14 properties. Further details of this transaction, which is subject to regulatory approval, can be seen in Cava's press release dated September 29, 2017.

Forward-Looking Statements

Certain information set forth in this news release may contain forward-looking statements that involve substantial known and unknown risks and uncertainties, including, but not limited to, the timing of future exploration work or drilling, and the expansion of the mineralization. These forward-looking statements are subject to numerous risks and uncertainties, certain of which are beyond the control of Cava Resources Inc., including, but not limited to, the impact of general economic conditions, industry conditions, volatility of commodity prices, risks associated with the uncertainty of exploration results and estimates, currency fluctuations, dependency upon regulatory approvals, the uncertainty of obtaining additional financing and exploration risk. Readers are cautioned that the assumptions used in the

preparation of such information, although considered reasonable at the time of preparation, may prove to be imprecise and, as such, undue reliance should not be placed on forward-looking statements. This press release is not, and is not to be construed in any way as, an offer to buy or sell securities in the United States.

The TSXV has not reviewed this news release and does not accept responsibility for the adequacy or accuracy of this news release. The TSXV has neither approved nor disapproved of the contents of this news release.

For further information contact:

R. Brian Murray,
President, 416-985-7810