FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1 – Name and Address of Company:

Diamond Fields International Ltd. (the "**Company**")
Suite 303, 595 Howe Street
Vancouver, B.C. V6C 2T5

Item 2 - Date of Material Change:

November 17, 2017

Item 3 – News Release: Disseminated through Newsfile and SEDAR filed on November 20, 2017.

Item 4 – Summary of Material Change:

On November 17, 2017, the Company and International Mining and Dredging Holdings (Pty) Limited ("**IMDH**") agreed to an initial mining program on the Company's ML 111 licence and further concluded discussions with IMDH concerning the Company's share of the 2016 bulk sampling program. The parties have agreed that the Company will be paid US$670,000 within 30 days.

Item 5 – Full Description of Material Change:

The material change is fully described in the press release attached hereto.

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:

Earl Young, Chief Financial Officer (214) 566-3709

Item 9 – Date of Report:

November 23, 2017

DIAMOND FIELDS INTERNATIONAL LTD.

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Diamond Fields International to Restart Gem Diamond Production

Vancouver, B.C. (November 20, 2017) - **Diamond Fields International Ltd.** (TSX-V: DFI) ("DFI" or the "Company") is pleased to provide an update on its Namibian, offshore, diamond concessions.

Agreement on Mining Program

DFI is also pleased to report that IMDH and the Company have agreed to an initial mining program on its ML 111 licence. The initial mining program is scheduled to commence in early 2018 and will extend over a seafloor area of approximately 55 hectares. The program is to be executed using the state of the art Ya Toivo Mining Vessel which is equipped with a 4 point-mooring-system integrated anchor-assist and a dynamic positioning (DP2) system which ensure vessel stability during turbulent sea conditions. The vessel is further equipped with a Remotely Operated Subsea Tractor, capable of highly efficient and selective mining on the sea floor.

The Company has further concluded discussions with IMDH concerning its share of the 2016 bulk sampling program. All costs associated with this multi-million Dollar program were paid for by IMDH. The parties have agreed that the Company will be paid US$670,000 within 30 days. The results from the bulk sampling program were extremely encouraging, with an unexpected high frequency of large, high value stones. Diamonds recovered from the Company's Mining Licence in Namibia are typically of the highest gem quality, but recent bulk sampling results have exceeded our expectations.

It has been agreed for the duration of the forthcoming initial mining program, and dependent on monthly production levels, that the Company's share of net proceeds (after costs) shall be not less than five percent and the Company anticipates that it could approach fifty percent of its joint venture interest (i.e., 10% of total proceeds before tax and after deduction of export levies). The parties expect to review mining costs and other parameters during the initial mining program to find a balance for sharing exploration and mining costs going forward beyond the initial mining program, particularly regarding resource and reserve development.

Sybrand Van Der Spuy, CEO of DFI said : "We are extremely excited at the prospect of being back in production in the very near future. Our product is recognized throughout the world for its exceptional quality, being 98% gem and we look forward to bringing this niche product back to the market again. This program will provide our Company with the opportunity to generate significant cash-flow in short order."

The Company is pleased to reaffirm its ongoing commitment to its Namibian operations with this announcement.

DIAMOND FIELDS INTERNATIONAL LTD.

SIGNED: "*Sybrand van der Spuy*"

Sybrand van der Spuy, CEO and Director
Contact: Earl Young at +1 214 566 3709

Website: www.diamondfields.com
The Company's public documents may be accessed at www.sedar.com

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

Forward-Looking Statements:
Statements in this release that are forward-looking statements are subject to various risks and uncertainties concerning the specific factors identified in Diamond Fields' periodic filings with Canadian Securities Regulators. Such forward-looking information represents management's best judgment based on information currently available. No forward-looking statement can be guaranteed and actual future results may vary materially. Diamond Fields does not assume the obligation to update any forward-looking statement.