Form 53-901.F Material Change Report
Under Section 85(1) of the *Securities Act* (British Columbia)

Form 27 Material Change Report
Under Section 118(1) of the *Securities Act* (Alberta)- Form 27

Item 1 Reporting Issuer

Mountain Boy Minerals Ltd. (the "Company")
306 – 5th Avenue, Suite D
P. O. Box 859
Stewart, B. C. V0T 1W0

Item 2 Date of Material Change

Sept.12, 2016

Item 3 Press Release/Publication/Filing

Issued Sept.12, 2016 and distributed through the facilities of Canada Stockwatch and Market News.

Item 4 Summary of Material Change

Increase Private Placement to $550,000

Item 5 Full Description of Material Change

See attached press release.

Item 6 Reliance on Confidentiality Provisions of the Securities Acts

This report is not being filed on a confidential basis.

Item 7 Omitted Information

There are no significant facts required to be disclosed herein which have been omitted.

Item 8 Senior Officer

Contact: Randolph Kasum, Secretary
Telephone: (250) 636-9283

Item 9 Statement of Senior Officer/Director

The foregoing accurately discloses the material change referred to herein.

'Ed Kruchkowski'

____
Ed Kruchkowski, Director

DATED at Stewart, B.C., this 12th day of Sept., 2016 in connection with the Company's September 12, 2016 press release

Not for distribution to U.S. news wire services or dissemination in the United States.

MOUNTAIN BOY MINERALS LTD.
306 – Suite D, 5th Avenue
P. O. Box 859
Stewart, B. C. V0T 1W0

Telephone: (250) 636-9283 Facsimile: (250) 636-2446

September 12, 2016 TSX-V: MTB

Private Placement Increased to Raise up to $550,000

The Company is pleased to announce its private placement announced on August 19, 2016 is proceeding and the amount has been further increased to $550,000. The terms of the increased private placement are the same as set out in the Company's August 19, 2016 news release.

The proceeds from the sale of the flow-through units will be expended on the Company's properties located in British Columbia.

The Company may pay a finder's fee in connection with the private placement in accordance with TSX Venture Exchange policies.

Certain directors and officers of the Company may acquire securities under the private placement. Any such participation would be considered to be a "related party transaction" as defined under Multilateral Instrument 61-101 ("MI 61-101"). The transaction will be exempt from the formal valuation and minority shareholder approval requirements of MI 61-101 as neither the fair market value of any shares issued to or the consideration paid by such persons will exceed 25% of the Company's market capitalization.

Mountain Boy Minerals Ltd. is a Canadian based mineral exploration company with diverse property and resource holdings around the Stewart region in British Columbia's golden triangle. It owns 20% of the Silver Coin project, a gold-silver-base metals project that has a 43-101 compliant resource calculated. The Company is also exploring silver-base metals on its American Creek and Bear Valley properties as well as copper-gold on their Stewart area claims. For a complete listing of the Company assets and developments, visit the Company website at www.mountainboyminerals.ca. For investor information please call 604-377-7969.

ON BEHALF OF THE BOARD OF DIRECTORS

"Randolph Kasum"
Randolph Kasum,

"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."
"This news release may contain forward–looking statements. Forward-looking statements address future events and conditions and therefore involve inherent risks and uncertainties. Actual results may differ materially from those currently anticipated in such statements."