

This is the form of a material change report required under section 85 (1) of the *Securities Act* and section 151 of the *Securities Rules*.

**BC FORM 53-901F  
(Previously Form 27)**

***Securities Act***

**MATERIAL CHANGE REPORT**

**Item 1: Reporting Issuer**

**CARMAX MINING CORP.** 3<sup>rd</sup> Floor – Bellevue Centre 235-15<sup>th</sup> Street, West Vancouver, BC, V7T 2X1

**Item 2: Date of Material Change**

June 17, 2011

**Item 3: Press Release**

June 17, 2011

**Item 4: Summary of Material Change**

CARMAX GRANTS STOCK OPTIONS

**Item 5: Full Description of Material Change**

**Carmax Mining Corp. (TSX-V-CXM)** has today granted incentive stock options on 1,025,000 treasury shares exercisable on or before the expiry of 5 years from the date of grant at a price of \$0.20 per share.

**Item 6: Reliance on section 85 (2) of the Act**

N/A

**Item 7: Omitted Information**

N/A

**Item 8: Senior Officers**

Beverley Funston - Secretary

**Item 9: Statement of Senior Officer**

The foregoing accurately discloses the material change referred to herein.

DATED at the City of Vancouver, British Columbia this 17th day of June 2011.

*'Bev Funston'*

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BEV FUNSTON - Secretary