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. 3rd Floor – Bellevue Centre 235-15th Street, West Vancouver, BC, V7T 2X1

Item 2: Date of Material Change

September 12, 2014

Item 3: Press Release

September 12, 2014

Item 4: Summary of Material Change

Options granted and cancelled

Item 5: Full Description of Material Change

Carmax Mining Corp. (TSX-V-CXM) has today granted incentive stock options to purchase 750,000 shares of the company at $0.10 per share. The options will be exercisable for a period of 2 years and are subject to regulatory approval.

The Company also announces that it has cancelled 1,200,000 incentive stock options previously granted in 2010 and 2011 to directors and officers of the Company.

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

N/A

Item 7: Omitted Information

N/A

Item 8: Senior Officers

Jevin Werbes - President/CEO

Item 9: Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

DATED at the City of Vancouver, British Columbia on September 12 2014.

'Jevin Werbes"

Jevin Werbes – President - CEO