

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Sego Resources Inc. (the "Issuer")
718 – 744 West Hastings Street
Vancouver, BC V6C 1A5

Item 2 Date of Material Change

July 18, 2013

Item 3 News Release

The Issuer disseminated a news release via Stockwatch and Market News on July 18, 2013, a copy of which is attached hereto as Schedule "A".

Item 4 Summary of Material Change

The Issuer announced that it closed its financing by way of TSX Venture Exchange (the "Exchange") short form offering document ("SFOD").

Item 5 Full Description of Material Change

The Issuer announced that it closed its financing previously announced on May 3, 2013, by way of the Exchange short form offering document.

The Issuer issued an aggregate of 5,000,000 units (the "Units") at a price of \$0.10 per Unit for gross proceeds of \$500,000. Each Unit consisted of one common share of the Issuer and one-half of one transferable common share purchase warrant (each whole warrant, a "Warrant"). Each Warrant entitles the holder to subscribe for one additional common share at a price of \$0.20 until July 18, 2018.

On closing of the Offering, the Issuer paid to Euro Pacific Canada Inc., as agent (the "Agent") a cash fee equal to 10% of the gross proceeds raised through the Offering and a work fee of \$15,000 and issued to the Agent options (the "Agent's Options") equal to 15% of the Units issued pursuant to the Offering. Each Agent's Option entitles the holder to purchase one unit (the "Agent's Units") of the Issuer at an exercise price of \$0.10 per Agent's Unit, exercisable until July 18, 2018. Each Agent's Unit has the same terms as the Units sold under the Offering.

On closing of the Offering, the Issuer also paid to Euro Pacific Canada Inc., as lead broker (the "Lead Broker") a cash fee equal to 4% of the gross proceeds raised through the Offering and issued to the Lead Broker options (the "Lead Broker's Options") equal to 10% of the Units issued pursuant to the Offering. Each Lead Broker's Option entitles the holder to purchase one unit (the "Lead Broker's Units") of the Issuer at an exercise price of \$0.10 per Lead Broker's Unit, exercisable until July 18, 2018. Each Lead Broker's Unit has the same terms as the Units sold under the Offering.

700,000 Units issued pursuant to the Offering and all securities issued to the Agent and Lead Broker, are subject to a hold period in Canada which expires midnight on November 18, 2013.

The funds raised from the Offering will be used to fund on-going work programs on the Issuer's Miner Mountain Property and for general working capital purposes as set out in the Issuer's SFOD.

Please see the attached News Release.

Item 6 Reliance on subsection 7.1(2) of National Instrument 51-102

Not applicable

Item 7 Omitted Information

No Information has been omitted on the basis that it is confidential information.

Item 8 Executive Officer

To obtain further information contact J. Paul Stevenson, the chief executive officer of the Issuer, at 604.682.2933.

Item 9 Date of Report

July 25, 2013

Schedule "A"

SEGO RESOURCES INC.
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NEWS RELEASE

July 18, 2013

**SEGO RESOURCES INC. ANNOUNCES CLOSING OF \$500,000 FINANCING VIA SHORT
FORM OFFERING DOCUMENT**

Sego Resources Inc. ("Sego") (TSX-V: SGZ) is pleased to announce that it has closed its financing previously announced on May 3, 2013 by way of TSX Venture Exchange short form offering document (the "Offering").

Sego issued an aggregate of 5,000,000 units (the "Units") at a price of \$0.10 per Unit for gross proceeds of \$500,000. Each Unit consisted of one common share of Sego and one-half of one transferable common share purchase warrant (each whole warrant, a "Warrant"). Each Warrant entitles the holder to subscribe for one additional common share at a price of \$0.20 until July 18, 2018.

On closing of the Offering, Sego paid to Euro Pacific Canada Inc., as agent (the "Agent") a cash fee equal to 10% of the gross proceeds raised through the Offering and a work fee of \$15,000.00 and issued to the Agent options (the "Agent's Options") equal to 15% of the Units issued pursuant to the Offering. Each Agent's Option entitles the holder to purchase one unit (the "Agent's Units") of Sego at an exercise price of \$0.10 per Agent's Unit, exercisable until July 18, 2018. Each Agent's Unit has the same terms as the Units sold under the Offering.

On closing of the Offering, Sego also paid to Euro Pacific Canada Inc., as lead broker (the "Lead Broker") a cash fee equal to 4% of the gross proceeds raised through the Offering and issued to the Lead Broker options (the "Lead Broker's Options") equal to 10% of the Units issued pursuant to the Offering. Each Lead Broker's Option entitles the holder to purchase one unit (the "Lead Broker's Units") of Sego at an exercise price of \$0.10 per Lead Broker's Unit, exercisable until July 18, 2018. Each Lead Broker's Unit has the same terms as the Units sold under the Offering.

700,000 Units issued pursuant to the Offering and all securities issued to the Agent and Lead Broker are subject to a hold period in Canada which expires midnight on November 18, 2013.

The funds raised from the Offering will be used to fund on-going work programs on Sego's Miner Mountain Property and for general working capital purposes as set out in Sego's SFOD.

Sego's sole project is the Miner Mountain Project a Copper Gold Porphyry Project near Princeton, BC, 15 kilometres north of Copper Mountain Mining Corporation's – Mitsubishi's Copper Mountain Mine. The Miner Mountain Project is situated within the Traditional Territory of the Upper Similkameen Indian Band with whom Sego has an MOU. The Miner Mountain property is 2,056.54 hectares in size.

For further information please contact:

J. Paul Stevenson, CEO (604) 682-2933

Sego Resources Inc.

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. No regulatory authority has approved or disapproved the information contained in this news release. This release includes certain statements that may be deemed "forward-looking statements". All statements in this release, other than statement of historical facts that address future production, reserve potential, exploration drilling, exploitation activities and events or developments that the Company expects

re forward-looking statements. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, statements are not guarantees of future performance and actual results or developments may differ materially from the forward-looking statements. Factors that could cause actual results to differ materially from those in forward-looking statements include market prices, exploitation and exploration successes, continued availability of capital and financing, general economic, market or business conditions. Investors are cautioned that any such statements are not guarantees of future performance and that actual results or developments may differ materially from those projected in the forward-looking statements.