

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Reporting Issuer

Search Minerals Inc. (the “**Company**”)
#211 - 901 West Third Street
North Vancouver, BC V7M 3G7

Item 2. Date of Material Change

December 18, 2015

Item 3. News Release

A news release announcing the material change referred to in this report was issued on December 18, 2015 and disseminated through Canada Newswire. The news release was filed on SEDAR at www.sedar.com.

Item 4. Summary of Material Changes

The Company announced that it has completed the shares for debt transaction originally announced on December 3, 2015, after receiving the approval of the TSX Venture Exchange (“**TSX-V**”) to settle indebtedness with certain creditors of the Company. Pursuant to the settlement, the Company has issued an aggregate of 617,143 common shares of the Company (the “**Shares**”) at a deemed price of \$0.07 per Share.

Item 5. Full Description of Material Change

Please see the attached news release dated December 18, 2015.

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

For further information, please contact Greg Andrews, President, at 604-998-3432.

Item 9. Date of Report

This material change report is dated December 29, 2015



NEWS RELEASE

FOR IMMEDIATE RELEASE: December 18, 2015

SEARCH MINERALS INC. ISSUES SHARES FOR DEBT TRANSACTIONS

Vancouver, B.C. December 18, 2015 – (TSXV: SMY) Search Minerals Inc. (“Search” or the “Company”) reports that it has completed the shares for debt transaction originally announced on December 3, 2015 (the “**Shares for Debt Transaction**”), after receiving the approval of the TSX Venture Exchange to settle indebtedness with certain creditors of the Company.

Pursuant to the Shares for Debt Transaction, the Company has issued 617,143 common shares of the Company (“**Shares**”) at a deemed price of \$0.07 per Share to settle debt in the amount of \$43,200, and an additional \$19,465.77 was paid to a creditor in cash.

All securities issued in connection with the Shares for Debt Transaction will be subject to a statutory hold period of four months plus a day from the date of issuance in accordance with applicable securities law legislation.

About Search

Search is a TSX Venture Exchange listed company focused on creating value through finding and developing “critical rare earth element (“**CREE**”)” mineral assets in Labrador. CREEs (Nd, Eu, Tb, Dy, Y) have growing demand, constrained or restricted supply and are commonly used in innovative technologies.

Search is the discoverer of the Port Hope Simpson CREE District, a highly prospective CREE belt located in southeast Labrador, where the Company controls a belt 70 km long and up to 8 km wide. Search owns 100% of the advanced CREE resource called the Foxtrot Project (“**Foxtrot**”), and a recently announced Foxtrot-like prospect called “Deepwater Fox”. In addition, the Company has identified more than 20 other Foxtrot-like prospects in the District. The primary focus of Search is to continue to advance the Foxtrot resource, while evaluating other Foxtrot-like prospects. Several of the Foxtrot-like prospects require exploration drilling programs and may provide additional resources to a central processing facility that would be situated within the District.

In addition, Search holds a number of other CREE mineral prospects in Labrador in its portfolio, including claims in the Red Wine Complex, in the Henley Harbour area.

Search is led by a management team and board of directors with proven track records in the mining industry. The Company also has experienced geological and metallurgical teams led by Dr. Randy Miller and Dr. David Dreisinger, respectively.

All material information on the Company may be found on its website at www.searchminerals.ca and on SEDAR 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.

For further information, please contact:



Greg Andrews
President & CEO

T: 604-998-3432; F: 604-608-5717
E: info@searchminerals.ca

Cautionary Statement Regarding “Forward-Looking” Information

This news release includes certain “forward-looking statements” under applicable Canadian securities legislation that are not historical facts. These forward looking statements relate to future events or the Company’s future performance, business prospects or opportunities, including the completion of the Shares for Debt Transaction. Forward-looking statements involve risks, uncertainties, and other factors that could cause actual results, performance, prospects, and opportunities to differ materially from those expressed or implied by such forward-looking statements. Forward-looking statements are necessarily based on a number of estimates and assumptions that, while considered reasonable, are subject to known and unknown risks, uncertainties and other factors which may cause actual results and future events to differ materially from those expressed or implied by such forward-looking statements. Such factors include, but are not limited to: general business, economic and social uncertainties; litigation, legislative, environmental and other judicial, regulatory, political and competitive developments; and those additional risks set out in Search’s public documents filed on SEDAR at www.sedar.com. Although Search believes that the assumptions and factors used in preparing the forward-looking statements are reasonable, undue reliance should not be placed on these statements, which only apply as of the date of this news release and no assurance can be given that such events will occur in the disclosed time frames or at all. Except where required by law, Search disclaims any intention or obligation to update or revise any forward-looking statement, whether as a result of new information, future events, or otherwise.

SEARCH MINERALS INC.

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