Form 51-102F3
Material Change Report

1. Name and Address of Company

Ximen Mining Corp.
Suite 888 – 888 Dunsmuir Street
Vancouver, B.C. V6C K4

2. Date of Material Change

April 8, 2014

3. News Release

A press release dated April 8, 2014 was disseminated through Market News and Stockwatch and filed via SEDAR on April 8, 2014.

4. Summary of the Material Change

Ximen Enters Into Due Diligence Agreement

5. Full Description of the Material Change

Vancouver, B.C. - (April 8, 2014 - TSX-V: XIM) Ximen Mining Corp. (the "Company" or "Ximen") is pleased to announce that TESC Contracting Company Ltd. ("TESC"), an established mining contractor servicing both major and junior firms in the mining industry, has joined Ximen's technical team as a strategic advisor. TESC will provide advice in connection with the due diligence to be conducted by the Company in connection with a possible acquisition of Huldra Silver's facilities including its mill and tailings facility. The Ximen team and representatives from TESC will be meeting with Huldra Silver representatives at the Merritt mill facility to initiate the due diligence this week.

"We are pleased to align ourselves with TESC and look forward to the opportunity of building a longer term relationship. TESC's initial role will be essential to identify and evaluate the current status at the Merritt mill facility, while also determining if there is an opportunity to expand this facility into a central hub for milling in the region. It is rejuvenating to work with a likeminded entrepreneurial group that can embrace the bigger vision."

Christopher R Anderson, President and CEO

TESC is a multi-disciplined contracting company offering integrated, single-source and responsible construction services to the mining sector for over 30 years. With over three decades of operations, TESC has developed expertise in mine construction and rehabilitation, servicing clients ranging from advanced exploration stage resource companies to established global mining companies. TESC is led by an entrepreneurial management team that aims to work with clients on an interest-aligned basis, and prides itself on its high standards of workmanship, customer service and integrity.

" This opportunity fits extremely well with TESC's new business initiatives. We are very happy to be aligned with, and advising Ximen on this project. "

Dario Zulich, President and CEO

The transaction is subject to approval from the court and the creditors in the CCAA proceeding and the

TSX Venture Exchange. Ximen intends to commence legal, financial and commercial due diligence shortly.

About Ximen Mining Corp.

Ximen Mining Corp. owns 100 percent interest in its two projects, Gold Drop Project and Brett Gold Project located in southern British Columbia. Recently, the Company has entered into a due diligence agreement with Huldra Silver Inc. (TSX-HDA) for the purposes of determining the feasibility, terms and conditions of a proposal for the acquisition of Huldra Silver. Ximen is a publicly listed company trading on the TSX Venture Exchange under the symbol XIM, and is listed on the Frankfurt (1XM), Stuttgart and Berlin Stock Exchanges (U9U) in Germany under the symbol A1W2EG.

6. Reliance on subsection 7.1(2) or (3) of National Instrument 51 – 102

Not applicable.

7. Omitted Information

Not applicable.

8. Executive Officer

Christopher Anderson,
President, CEO and Director
Phone: (604) 488-3900

9. Date of Report

April 8, 2014