

FORM 51-102F3
MATERIAL CHANGE REPORT

1. Name and Address of Company

Durango Resources Inc.
Suite 248 - 515 W. Pender Street
Vancouver, BC V6B 6H5
Telephone: 604.428.2900
Facsimile: 888.266.3983

2. Date of Material Change

September 16, 2014

3. News Release

A press release was disseminated on September 16, 2014 through Stockwatch.

4. Summary of Material Change

Durango Resources Inc. (the "**Company**") announces a non-brokered private placement of up to 714,285 units to raise gross proceeds of \$50,000.

5. Full Description of Material Change

Follow-up exploration on recently discovered gold mineralization giving values of 7.6 and 6.24 grams per tonne (g/t) in chip/channel samples on Durango Resources Inc.'s Decouverte (Discovery) property in Northern Quebec will commence in the next few weeks. The exploration will be focused on expanding the gold-mineralized area into areas along the contact where unsampled quartz veining has been noted over at least a 500-metre strike length. The follow-up Decouverte work program will complete systematic sampling testing the veins along the contact zone not sampled in earlier exploration. To finance this follow-up work, Durango has arranged a non-brokered, private placement, of up to 714,285 units at seven cents per unit for gross proceeds of up to \$50,000 with Societe d'investissement dans la diversification de l'exploration (SIDEX) of Quebec, to be used solely for the Decouverte exploration program. SIDEX is participating in the placement under its field action 2014 program.

The mission of SIDEX is to invest in companies engaged in mineral exploration in order to diversify Quebec's mineral base and open new territories to exploration and investment. Field action 2014 is a \$3-million financing program launched in the spring by SIDEX to encourage junior mineral exploration companies to pursue fieldwork during the summer and fall 2014, employ young professionals and service companies and make way for new discoveries.

The private placement will consist of 714,287 common shares at seven cents and 245,200 common share purchase warrants at 10 cents exercisable for two years from the date of closing of the private placement. The closing of the private placement is subject to certain conditions, including but not limited to, the receipt of all necessary regulatory approvals, including the approval of the TSX Venture Exchange.

Marcy Kiesman, chief executive officer, stated: "I look forward to getting company personnel and contractors back to the Decouverte property to follow up the gold mineralization located in June and to further evaluate the rest of the property, especially strongly altered/mineralized quartz-sericite schists, for other gold mineralization. We appreciate the confidence shown by SIDEX by their investment in Durango and look forward to working with them."

The Offering is subject to receipt of final approval of the acceptance of the TSX Venture Exchange.

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

This report is not being filed on a confidential basis.

7. Omitted Information

Not applicable.

8. Executive Officer

Marcy Kiesman, President at 604.429.2800

9. Date of Report

September 19, 2014