SUNSET COVE MINING INC.

MATERIAL CHANGE REPORT
FORM 51-102F3

Item 1. **Name and Address**

Sunset Cove Mining Inc.
36 Toronto Street, Suite 1000
Toronto, Ontario M5C 2C5
(the "**Corporation**")

Item 2. **Date of Material Change**

August 29, 2014

Item 3. **News Release**

The news release describing the material change was disseminated by Newsfile on August 29, 2014.

Item 4. **Summary of Material Change**

the Annual General and Special Meeting of the Shareholders of the Corporation was held on June 12, 2014. At the meeting the shareholders approved the following special resolutions for the consolidation of the Company's shares on a 1 new for 10 old share basis. The Corporation currently has 104,399,613 shares issued and outstanding. After the consolidation takes effect, the Corporation shares will be rolled back to 10,439,960 shares. With the approval of the Share Consolidation resolution, the Corporation will take the appropriate action to complete its requisite filings for the consolidation of the Corporation's shares to take effect. A further announcement will be made with respect to the date of the listing of the consolidated shares of the Corporation on the TSX-V.

Item 5. **Full Description of Material Change**

Sunset Cove Mining Inc. would like to announce that the Annual General and Special Meeting of the Shareholders of the Corporation was held on June 12, 2014 at 1155 boulevard René-Lévesque West, 19th Floor, Montréal, Québec, H3B 2K4.

The shareholders approved the following resolutions for:

- The consolidation of the Corporation's shares on a 10 for 1 Basis;
- The appointment of Morgan LLP as its auditors;
- The nomination of Marc Blais, Stephen Roebuck, Jason Mychasiw, Arnaldo T. Leon Vega and Lorne A. Woods, to the Board of Directors of the Corporation;

With the approval of the Share Consolidation resolution, the Corporation will take the appropriate action to complete its requisite filings for the consolidation of the Corporation's shares to take effect. A further announcement will be made with respect to the date of the listing of the consolidated shares of the Corporation on the TSX-V.

The Corporation currently has 104,399,613 shares issued and outstanding. After the consolidation takes effect, the Corporation shares will be rolled back to 10,439,960 shares.

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

Not applicable.

Item 7. Omitted Information

No information has been omitted in respect of this material change.

Item 8. Executive Officer

Inquiries in respect of this material change may be made to:

Lorne A. Woods
President & CEO
Sunset Cove Mining Inc.
(877) 234-0692; ext. 250
lwoods@sunsetcovemining.com

Item 9. Date of Report

August 29, 2014