Form 51–102F3
Material Change Report

Section 7.1 of National Instrument 51-102
Continuous Disclosure Obligations

Item 1 Name and Address of Company

Brades Resource Corp.
Suite 408, 837 West Hastings Street
Vancouver, BC V6C 3N6

Item 2 Dates of Material Change

February 6, 2014

Item 3 News Release

The Company filed a News Release dated February 6, 2014 with the TSX Venture Exchange and the British Columbia, Alberta and Ontario Securities Commissions on SEDAR. The Company disseminated the News Release through Canada Stockwatch and Market News Publishing.

Item 4 Summary of Material Change

BRADES RESOURCE CORP. announces a non-brokered private placement of up to 6,666,667 units at $0.15 per unit and the appointment of Brian Biles to the Board of Directors of the Company.

Item 5 Full Description of Material Change

BRADES RESOURCE CORP. ("Brades" or "the Company") announces that the company intends to undertake a non brokered private placement of 6,666,667 units at $0.15, each unit being made up of one common share and one half common share purchase warrant ("Unit") for a minimum gross proceeds of $1 million up to a maximum gross proceeds of $1.5 million ("the Offering"). Each whole common share purchase ("Warrant") shall entitle the holder to acquire one common share of the Company at a price of $0.20 per share for a period of 12 months following the date of closing of the Offering. It is anticipated that management and insiders will participate in the private placement. A finder's fee of 8% cash and/or 8% in finder's warrants may be paid in connection with this Offering. Any finder's warrants issued on the Offering will be issued on the same terms as the Warrants. The proceeds of the Offering will be used for general working capital purposes. The Offering is subject to the approval of the TSX Venture Exchange. Brades is also pleased to announce the appointment of Mr. Brian Biles to the board of Directors.

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

Not Applicable.

Item 7 Omitted Information

Not Applicable.

Item 8 Executive Officer

Carl Von Einsiedel, CEO
Telephone: 604-687-7740

Item 9 Date of Report

February 17, 2014