

**Form 51-102F3**  
**Material Change Report**

**Item 1 Name and Address of Company**

**IEMR Resources Inc.** (the "Company")  
1300 - 1500 West Georgia Street  
Vancouver, BC V6G 2Z6

**Item 2 Date of Material Change**

June 16, 2016

**Item 3 News Release**

News Release issued on June 16, 2016 and disseminated through Stockwatch and filed on SEDAR.

**Item 4 Summary of Material Change**

The Company has completed a non-brokered private placement raising gross proceeds of \$2,580,000 through the issuance of 51,600,000 units (each a "**Unit**") at a price of \$0.05 per Unit. Each Unit consists of one common share of the Company and one share purchase warrant ("**Warrant**") entitling the holder to purchase one additional common share of the Company at a price of \$0.05 per share. Each Warrant expires nine months from the closing date of the Private Placement.

**Item 5 Full Description of Material Change**

Please refer to the attached news release.

**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**

Contact: Charles Yuen, CFO & Director  
Telephone: 604-808-3336

**Item 9 Date of Report**

June 21, 2016

## SCHEDULE "A"

**IEMR RESOURCES INC.**  
**1500 West Georgia Street, Suite 1300**  
**Vancouver, British Columbia V6G 2Z6**

**TSXV: IRI**

**June 16, 2016**

### **IEMR ANNOUNCES CLOSING OF NON-BROKERED PRIVATE PLACEMENT OF \$2,580,000**

(Vancouver, June 16, 2016) – IEMR Resources Inc. (TSXV: IRI) (the "**Company**") is pleased to announce that it has closed a non-brokered private placement ("**Private Placement**"), which was announced on March 24, 2016. The Private Placement raised gross proceeds of \$2,580,000 through the issuance of 51,600,000 units (each a "**Unit**") at a price of \$0.05 per Unit. Each Unit consists of one common share of the Company and one share purchase warrant ("**Warrant**") entitling the holder to purchase one additional common share of the Company at a price of \$0.05 per share. Each Warrant expires nine months from the closing date of the Private Placement. All common shares and any Warrant shares issued under this Private Placement are subject to a four month and a day hold period.

IEMR Group Limited purchased all the Units in the Private Placement and now owns approximately 63.7% of the Company's outstanding common shares. IEMR Group Limited is a private Hong Kong company owned by Zheng Fu, a director of the Company.

The Company intends to use the proceeds of the Private Placement to (a) pay outstanding loans to the Company that were loaned primarily by International Energy & Mineral Resources Investment (Hong Kong) Company Limited, which is a company controlled by Mr. Hongxue Fu, the Company's former CEO, and his wife, and (b) for working capital.

#### **About IEMR Resources Inc.**

IEMR is a junior mining company listed on the TSX Venture Exchange under the symbol "IRI". The Company is directly tied to and has been formed from capital sources in China and Canada. IEMR is devoted to taking full advantage of its capital by participating in mineral and energy projects ranging from exploration, development, production, processing, smelting and mineral trade with a long-term view. The Company's emphasis is on the Chinese and Canadian markets utilizing the capital stemming from China and the resources and market of Canada to create a maximum return for shareholders. The Company's investment priorities ranked in order are copper, chromium, nickel, manganese, uranium, platinum silver, diamonds and molybdenum. Investment and or acquisitions in exploration projects, will be focused in chromium, manganese, uranium and potash. The Company has already formed alliances of cooperation with large smelting steel, copper, lead, zinc and aluminum companies.

For further information on IEMR, please refer to the Company's profile on SEDAR at [www.sedar.com](http://www.sedar.com) or the Company's website at [www.iemr.ca](http://www.iemr.ca).

On behalf of the Board of Directors of  
**IEMR Resources Inc.**

Charles Yuen  
Chief Financial Officer and  
Interim Chief Executive Officer