MATERIAL CHANGE REPORT

FORM 51-102F3

National Instrument 51-102

This is a Material Change Report Under Section 7.1 of National Instrument 51-102.

ITEM 1: NAME AND ADDRESS OF COMPANY

Western Pacific Resources Corp.
1450 – 701 West Georgia Street
Vancouver, BC V7Y 1G5

ITEM 2: DATE OF MATERIAL CHANGE

June 3, 2013

ITEM 3: NEWS RELEASE

June 3, 2013, via CNW.

ITEM 4: SUMMARY OF MATERIAL CHANGE

The Company has closed the first tranche of a non-brokered private placement by issuing 6,536,668 units at $0.15 per unit, for gross proceeds of $980,500.

ITEM 5: FULL DESCRIPTION OF MATERIAL CHANGE

The Company has closed the first tranche of its previously announced non-brokered private placement by issuing 6,536,668 units at $0.15 per unit, for gross proceeds of $980,500. Each unit consists of one common share and one warrant, each warrant entitling the holder to purchase one additional common share for 18 months from closing at $0.20. The Company is also issuing 107,800 warrants and paying $16,170 cash as finders' fees in connection with this portion of the financing, subject to TSX-V acceptance. The finders' fee warrants have the same terms as the unit warrants. All of the shares and warrants have a resale restriction until October 4, 2013.

The net proceeds of this financing will be used to advance the Company's projects (principally the Deer Trail Mine, Piute County, Utah following closing of the acquisition) and for general working capital purposes.

ITEM 6: RELIANCE OF SUBSECTION 7.1(2) of NATIONAL INSTRUMENT 51-102

Not applicable.

ITEM 7: OMITTED INFORMATION

Not applicable.

ITEM 8: EXECUTIVE OFFICER

Warwick Smith, CEO
Telephone: 604-678-8941

ITEM 9: DATE OF REPORT

June 3, 2013