51-102F3 MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

VENDETTA MINING LTD.
Suite 1500, 409 Granville Street
Vancouver, B.C.
V6C 1T2

Item 2 Date of Material Change

April 28, 2017

Item 3 News Release

A news release was issued in Vancouver, British Columbia on April 28, 2017 and distributed through Newsfile.

Item 4 Summary of Material Change

The Company announces close of oversubscribed private placement

Item 5 Full Description of Material Change

The Company is pleased to announce that it has closed an oversubscribed private placement announced on April 10th, 2017 (and revised April 24th, 2017). The Company issued a total of 21,191,095 units at a price of $0.20 per unit for gross proceeds of $4,238,219; each $0.20/unit comprises one common share and one-half of one common share purchase warrant exercisable for two years at a price of $0.30 subject to certain acceleration terms.

Net proceeds from the financing will be used for the 2017 resource development program at the Company's Pegmont lead-zinc deposit in Queensland, Australia and general working capital. A more detailed description of the 2017 planned program is contained in the April 10th news release.

Total commissions of $131,716 were paid and 667,780 finders warrants were issued associated with the proceeds of this private placement.

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

This report is not being filed on a confidential basis in reliance on subsection 7.1(2) of National Instrument 51-102.

Item 7 Omitted Information

No information has been omitted on the basis that it is confidential information.

Item 8 Executive Officer

The following officer of the Company is knowledgeable about the material change disclosed in this report: Michael Williams, President & Chief Executive Officer, Tel: (604) 484-7855

Item 9 Date of Report

May 1, 2017