BC FORM 51-102F3

MATERIAL CHANGE REPORT

UNDER SUBSECTION 7.1(1) OF NATIONAL INSTRUMENT 51-102

Item 1 Name and Address of Company

EARNY RESOURCES LTD. (the "Company")
1575 Kamloops Street
Vancouver, British Columbia, V5K 3W1

Item 2 Date of Material Change

September 25, 2014

Item 3 News Release

Date of dissemination – September 25, 2015
Method of dissemination - SEDAR, Stockwatch, Market News Publishing Inc., Kitco

Item 4 Summary of Material Change

The Company announced the resignation of Mr. Wally Boguski from its Board of Directors and the appointment of Mr. Kevin Van Balen as a director.

Item 5 Full Description of Material Change

See attached news release dated September 25, 2014

Item 6 Reliance on Section 7.1(2) OR (3) OF National Instrument 51-102

The Company is not relying on subsection 7.1(2) or (3) of National Instrument 51-102.

Item 7 Omitted Information

There is no omitted information.

Item 8 Senior Officers

Navin Varshney, a director and the President/ CEO of the Company, is knowledgeable about the material change and this report. His business telephone no. is: (604 251-6320)

Item 9 Dated the 25th day of September, 2014.

"Navin Varshney"

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Navin Varshney, President / CEO

Earny Resources Ltd.

NEWS RELEASE

September 25, 2014 **Symbol:-TSX-V:ERN**

EARNY UPDATE

***VANCOUVER, BC* – Earny Resources Ltd.** ("**Earny**" or the **"Company**") (TSX-V: ERN) is pleased to provide a corporate update.

Management has determined to diversify the Company's mineral property holdings and, in this regard, has recently identified an area of high geological interest in Ontario. The Company is presently in discussions with property owners respecting the acquisition of varying interests in an assortment of properties; however, due to confidentiality issues, the exact location and geological characteristics of the properties of interest until may not be disclosed until an acquisition is finalized and details are announced. This is expected to occur in the near future.

The Company announces the resignation of Mr. Wally Boguski from the Board of Directors. Management wishes to thank Mr. Boguski for his support and contributions to the Company during his tenure.

We are pleased to announce the appointment of Mr. Kevin Van Balen as a director.

Mr. Van Balen is an accomplished senior management professional with close to 17 years of experience providing exceptional leadership and management in all areas of change management, coaching, market strategy, strategic planning, budget preparation and financial analysis. Mr. Van Balen received a BA degree from the University of Western Ontario in 1996, an HBA degree from the University of Windsor in 1998 and an MBA degree from the Wayne State University in 2000. Currently, Mr. Van Balen is a financial advisor.

The Company is also pleased to announce that is has arranged a non-brokered private placement to qualified investors. The Private Placement financing will consist of 2,000,000 units ("Units") for total proceeds of $200,000

Each Unit will be issued at a price of $0.10 and will consist of one common share and one share purchase warrant (a "Warrant"). Each Warrant shall entitle the holder to purchase one additional common share at a price of $0.15 per share, with an expiry date which is 24 months from closing.

The proceeds of this private placement will be used for general working capital purposes.

The private placement remains subject to TSXV approvals.

On behalf of The Board of Directors of Earny Resources Ltd.

Navin Varshney, P. Eng.
President/CEO

This news release contains certain forward looking statements which involve known and unknown risks, delays, and uncertainties not under the control of Earny Resources Ltd., which may cause actual results, performance or achievements of to be materially different from the results, performance or expectation implied by these forward looking statements.

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