

**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 "Issuer")  
1575 Kamloops Street  
Vancouver, British Columbia, V5K 3W1

Item 2 Date of Material Change

June 1, 2016

Item 3 News Release

Date of dissemination – June 1, 2016  
Method of dissemination - SEDAR, Stockwatch, Market News Publishing Inc., Kitco

Item 4 Summary of Material Change

The Issuer announced that effective as of market open on Thursday June 2, 2016, its listing will transfer to NEX, its Tier classification will change from Tier 2 to NEX, and the Filing and Service Office will change from Vancouver to NEX.

As of June 2, 2016, the Issuer is subject to restrictions on share issuances and certain types of payments as set out in the NEX policies.

The trading symbol for the Issuer will change from ERN to ERN.H. There is no change in the Issuer's name, no change in its CUSIP number and no consolidation of capital. The symbol extension differentiates NEX symbols from Tier 1 or Tier 2 symbols within the TSX-V.

Item 5 Full Description of Material Change

See attached news release dated June 1, 2016.

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 1<sup>st</sup> day of June, 2016.

*"Navin Varshney"*

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Navin Varshney, President / CEO

# Earny Resources Ltd.

## NEWS RELEASE

**June 1, 2016**

**Symbol:-TSX-V:ERN**

### **Earny Announces Transfer to NEX**

**VANCOUVER, BC – Earny Resources Ltd.** (“**Earny**” or the “**Company**”) (TSX-V: ERN) Effective as of market open on Thursday June 2, 2016, Earny’s listing will transfer to NEX, Earny’s Tier classification will change from Tier 2 to NEX, and the Filing and Service Office will change from Vancouver to NEX.

As of June 2, 2016, the Company is subject to restrictions on share issuances and certain types of payments as set out in the NEX policies.

The trading symbol for the Company will change from ERN to ERN.H. There is no change in the Company's name, no change in its CUSIP number and no consolidation of capital. The symbol extension differentiates NEX symbols from Tier 1 or Tier 2 symbols within the TSX-V.

NEX is a separate board of the TSX-V for companies previously listed on TSX-V or Toronto Stock Exchange which have failed to maintain compliance with the ongoing financial listing standards of those markets. NEX has been designed to provide a forum for the trading of publicly listed shell companies while they seek and undertake transactions in furtherance of their reactivation as companies which will carry on an active business.

***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.*

*Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this press release, which has been prepared by management*

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