FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1 **Name and Address of Company**

Cairo Resources Inc.
Suite 890 – 789 W. Pender Street
Vancouver, B.C. V6C 1H2

Item 2 **Date of Material Change**

June 11, 2014

Item 3 **News Release**

The news release dated June 11, 2014 was issued in Vancouver, B.C., and disseminated through Marketwire.

Item 4 **Summary of Material Change**

See full text of news release dated June 11, 2014 attached.

Item 5 **Full Description of Material Change**

See full text of news release dated June 11, 2014 attached.

Item 6 **Reliance on subsection 7.1(2) or (3) of National Instrument 51-102**

Not applicable.

Item 7 **Omitted Information**

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

Item 8 **Executive Officer**

Kal Malhi, President & CEO
Tel (604) 646 - 1553

Item 9 **Date of Report**

This report is dated as of the 11th day of June, 2014.

Cairo Resources Inc.

Suite 890 – 789 West Pender St.
Vancouver, British Columbia
Canada V6C 1H2

Telephone: (604) 646-1553

NEWS RELEASE

Cairo Terminates Qualifying Trasaction

Vancouver, BC, June 11, 2014 – **Cairo Resources Inc. (TSXV: QAI.H)** ("Cairo" or the "Company") announces that it has terminated its Qualifying Transaction with Socialitize Limited.

The Company continues to pursue other opportunities with a view to completing a Qualifying Transaction.

The Company will be applying to the TSX Venture Exchange for resumption of trading.

Kal Malhi
President, CEO and Director

For further information please contact:
Cairo Resources Inc.
Tel: 604-646-1553