FORM 51-102F3

Material Change Report

ITEM 1. NAME AND ADDRESS OF COMPANY

Rotation Minerals Ltd. (the "**Company**")
611,8th street , Box 211
Stewart, BC V0T 1W0

ITEM 2. DATE OF MATERIAL CHANGE

Jan.25, 2017

ITEM 3. NEWS RELEASE

Issued on Jan.25 ,2017 and disseminated through the facilities of Canada Stockwatch and Market News.

ITEM 4. SUMMARY OF MATERIAL CHANGE

Closed Private Placement of $190,000

ITEM 5.1 FULL DESCRIPTION OF MATERIAL CHANGE

See attached news release.

ITEM 5.2 DISCLOSURE FOR RESTRUCTURING TRANSACTIONS

Not applicable.

ITEM 6. RELIANCE ON SUBSECTION 7.1(2) OF NATIONAL INSTRUMENT 51-102

This report is not being filed on a confidential basis.

ITEM 7. OMITTED INFORMATION

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

ITEM 8. EXECUTIVE OFFICER

Contact: Edward Kruchkowski, President and Chief Executive Officer
Telephone: (250) 636-9283

ITEM 9. DATE OF REPORT

Jan.25,2017

Not for distribution to U.S. news wire services or dissemination in the United States.

611 – 8th Street, P.O. Box 211
Stewart, British Columbia V0T 1W0

Telephone: (250) 877-9902   Facsimile: (250) 636-2290

NEWS RELEASE

January 25, 2017   Trading Symbol: TSXV-*ROT*

Rotation Minerals Ltd. (the "Company") is pleased to announce that, further to its news release of January 16, 2017, it has received TSX Venture Exchange approval for and closed its previously announced non-brokered private placement of 760,000 units, at a price of $0.25 per unit, to raise proceeds of $190,000. Each unit consists of one common share and one-half of a warrant, each whole warrant entitling the holder to purchase one additional common share, at $0.40 per share, until January 24, 2019. No finder's fee or commission were paid in connection with the private placement.

All of the shares, warrants and any shares issued upon exercise of the warrants comprising the units are subject to a hold period until May 25, 2017, except as permitted by applicable Canadian securities laws and the TSX Venture Exchange.

ABOUT ROTATION MINERALS LTD.

The Company's main assets are the option on the 4-J property and Scottie Gold Mine in the Stewart area of British Columbia.

ON BEHALF OF THE BOARD OF DIRECTORS

"Randolph Kasum"
Randolph Kasum,
Director

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