FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1 Name and Address of the Company

Tarku Resources Ltd.
224 – 4th Avenue South
Suite 602
Saskatoon, Saskatchewan, S7K 5M5

Item 2 Date of Material Change

June 1, 2017

Item 3 News Release

The news release has been issued on June 1, 2017 and is attached as Schedule A.

Item 4 Summary of Material Change

Closing of the acquisition of the shares of Eureka Exploration Inc.

Item 5 Full Description of Material Change

The news release provides a full description of the material change.

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

N/A

Item 7 Omitted Information

N/A

Item 8 Executive Officer

Sylvain Laberge
Chief Executive Officer
Telephone: (514) 702-9841

Item 9 Date of Report

June 1, 2017

SCHEDULE A

Press Release 2017-05

Tarku Resources concludes transaction with Eureka Exploration and announces a change in management

SASKATOON, SASKATCHEWAN--(Marketwired – June 1, 2017) Tarku Resources Ltd. (TSX-V: TKU) (the "Company" or "Tarku") announces that, following reception of the approval of the TSX Venture Exchange, it has completed the acquisition of all the issued and outstanding shares of Eureka Exploration Inc. ("Eureka"), which shall become a wholly-owned subsidiary of Tarku.. Eureka assets encompass 5 well-positioned exploration properties near Chibougamau and Matagami in Northern Abitibi, Québec and aggregates 285 claims or 15,454 ha. along regional gold bearing trends. This acquisition shall significantly increase Tarku's land position in Québec. Since the April 25th press release, 11 pending claims were granted by the Ministère de l'Énergie et des Ressources naturelles of Québec and are integrated into the transaction.

As previously announced, changes in directorship and management are being made to reflect the new vision of Tarku. Effective immediately, Julien Davy will be stepping in as the new president and a director of the Company and Benoit Lafrance will act as exploration manager and a director of the Company while Sylvain Laberge will remain as CEO and Jeff Sheppard will remain CFO of the Company.

The management would like to thank Bernie Kennedy and Tom McNeill, who both handed in their resignation, for their contribution as directors and founders of the Company. Mr. Kennedy shall remain on the advisory board.

Julien Davy began his career as an exploration geologist in the summer of 1996. Since then, he has assessed numerous projects at the exploration or more advanced stages in Canada and abroad, and has been involved in the acquisition and mining investment aspects. Julien has a Master's from Université du Québec à Montréal and a MBA from HEC in Montréal. He has held the position of President at Stria Lithium and Senior Exploration Geologist at Osisko Mining Corporation, and was an investment consultant for SIDEX s.e.c. of Montréal. Julien also worked for NioGold Mining Corporation in Val-d'Or, Hecla Mining in Venezuela, Cambior Exploration, Anglo-American Exploration and the Ministry of Natural Resources of Québec.

Benoit Lafrance, who holds a PhD in Mineral Resources from the Université du Québec à Chicoutimi and has more than 20 years' experience, shall also be joining the Board. During his career, Benoit worked on numerous exploration projects, mining development projects, feasibility studies, environmental impact assessments and stakeholder consultations. He has held the positions of Vice President Exploration at Focus Graphite, Researcher at CONSOREM, Senior Geologist at Cogitore Resources and Geologist at the Ministry of Natural Resources of Québec. In 2011, Benoit and other members of the CONSOREM team received the AEMQ's Jean-Descarreaux Award. Benoit possesses ideal expertise for developing and applying innovative ideas and techniques to generate new exploration approaches and targets

Finally, concerning the private placement of $193,500 announced on April 20, 2017, Tarku confirms that Tim Termuende, a director, participated in the placement for an amount of $3,250.

Summary of the transaction:

Tarku acquired all of the common shares and common share purchase warrants of Eureka issued and outstanding in consideration for the issuance of 10,000,000 common shares of Tarku (the "Tarku Shares") and 900,000 common share purchase warrants of Tarku (the "Tarku Warrants"), each Tarku Warrant entitling the holder to subscribe for one (1) Tarku Share at a price of $0.10 until June 29, 2018.

Eureka owns a 100% interest in the following properties:

Chibougamau district

Based on the innovative approach of using a different geological model than the typical "Chibougamau Cu-Au mineralization type", Eureka took a wide land position for orogenic gold potential along a regional fault in the northern part of the Chibougamau district.

- **Richardson -** 42 mining claims covering 2,319 ha, located 20 km NNE of Chibougamau:
  The Richardson property is located along the regional Barlow fault. Despite the absence of documented gold occurrences at the time of staking in early 2016, the exploration model used by Eureka for targeting orogenic gold has been proven successful with the discovery of a mineralized felsic volcaniclastic rock containing 1.7 g/t Au (associated with disseminated sulphides) during preliminary fieldwork conducted in 2016. In addition to its gold potential, the Richardson project also includes a mafic-ultramafic intrusive complex representing a favourable setting for Ni-Cu-PGE (platinum group elements) mineralization as well as a historical intercept of 2.75% Zn over 0.6m (historical drill hole), highlighting the potential for Zn-Cu-Ag-Au volcanogenic massive sulphides (VMS) mineralization.
- **Bullion** - 26 mining claims covering 1,435 ha located 25 km NNE of Chibougamau:
  The Bullion property is located along the regional Barlow fault. Historical data on the Bullion project reveals gold results ranging from trace quantities up to 2 g/t Au over 2 meters (associated with disseminated sulphides) in 1984 drilling . This mineralization, along with the new Eureka gold showing on the Richardson project, enhances the gold potential along the new regional trend.

With the adjoining Bullion and Richardson projects, Eureka Exploration holds 16km of 100%-owned land position on an underexplored, prospective gold-bearing regional structure that has seen only 8 drill holes completed in the 1980's. This faulted contact on the northern edge of the most northerly sedimentary basin of the Abitibi shows similarities to the Detour Lake Mine geological context. *Tarku/Eureka caution that mineralization within the Detour Lake mine may not be indicative of the mineralization that may be identified on its Chibougamau properties, which remain a conceptual exploration targeting model.*

Matagami district

Eureka also used a different geological model than the typically applied VMS-type model used by the other companies to identify base metals in the Matagami district. Following this approach, Eureka took a significant land position which targets gold mineralization along regional fault zones east of Matagami district.

- **Apollo** - 104 mining claims covering 5495 ha located 50 km east from Matagami:
  The Apollo project is located along the regional Rivière Waswanipi ductile shear zone that affects alkaline lavas, polygenic conglomerates (Timiskaming-type) and porphyritic intrusions anomalous in gold. This geological context shows potential for "Orogenic Gold associated with Alkaline Rocks and Porphyritic

Intrusions" mineralization type. This faulted contact on the northern edge of the Abitibi is interpreted as being similar to the Detour Lake Mine geological context. *Tarku/Eureka caution that mineralization within the Detour Lake mine may not be indicative of the mineralization that may be identified on its Chibougamau properties, which remain a conceptual exploration targeting model.*

- **Admiral** - 24 mining claims covering 1,334 ha, located 25 km east from Matagami
  The Admiral projects include two regional shear zones and shows potential for mesothermal orogenic gold as highlighted by the Lac Olga Ouest showing located immediately east of the claims (historical geological sampling recovered samples ranging from trace quantities to 5.9 g/t Au in a quartz-carbonate-pyrite vein; grab sample).

- **Atlas** - 89 claims covering 4,870 ha located 50 km east from Matagami
  The Atlas project contains aluminous-type alteration and volcanic sequence with facies and geochemical affinity similar to the Bousquet Formation of the southern Abitibi. This distinctive geological environment highlights the potential for the presence of gold-bearing Volcanogenic Massive Sulphides mineralization (Au-Ag-Cu-Zn VMS). *Tarku/Eureka caution that the mineralization within the LaRonde mine may not be indicative of the mineralization that may be identified on its Matagami district properties, which remain a conceptual exploration targeting model.*

Each of the Eureka Properties are subject to (1) a 1% NSR royalty in favour of Julien Davy, half of which (0.5% NSR) may be bought back for $500,000 and (2) a 1% NSR royalty in favour of Benoit Lafrance, half of which (0.5% NSR) may be bought back for $500,000.

About the new Tarku (www.tarkuresources.com):

Tarku Resources Ltd. is an exploration company focused on generating sustainable projects for precious and base metals by conducting exploration in areas with strong geologic potential and high levels of social acceptability. Tarku holds 100% of the interests in all its projects. Project generation is the foundation of mining development and the vision of Tarku is to generate exploration projects with excellent potential for partners or buyers to build into mining properties. The foundation of the Company is based on an experienced management team with a track record of success. The goal of Tarku is to provide success for its shareholders through the implementation of strategic property acquisition, the use of innovative exploration techniques and the exploration of fertile ground. Management cautions that past results or discoveries on proximate land are not necessarily indicative of the results that may be achieved on the Company's properties.

Regulation 43-101 disclosure

Benoit Lafrance P.Geo, Ph.D., exploration manager and director of Tarku, is the qualified person under the guidelines of National Instrument 43-101, respecting standards of disclosure for mineral projects, who prepared, supervised and approved the preparation of the technical information in this news release.

For more information:

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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 release.

This news release contains forward-looking statements regarding our intentions and plans. The forward-looking statements that are contained in this news release are based on various assumptions and estimates by the Company and involve a number of risks and uncertainties. As a consequence, actual results may differ materially from results forecasted or suggested in these forward-looking statements and readers should not place undue reliance on forward-looking statements. We caution you that such forward-looking statements involve known and unknown risks and uncertainties, as discussed in the Company's filings with Canadian securities agencies. Various factors may prevent or delay our plans, including but not limited to, contractor availability and performance, weather, access, mineral prices, success and failure of the exploration and development carried out at various stages of the program, and general business, economic, competitive, political and social conditions. The Company expressly disclaims any obligation to update any forward- looking statements, except as required by applicable securities laws.