MATERIAL CHANGE REPORT

ITEM 1 Name and Address of Company:

Satori Resources Inc. ("**Satori**" or the "**Company**")
401 Bay Street, Suite 2702
Toronto, Ontario M5H 2Y4

ITEM 2 Date of Material Change:

March 26, 2014 and March 28, 2014

ITEM 3 News Release:

March 27, 2014, March 28, 2014, March 31, 2014

ITEM 4 Summary of Material Change:

On March 26, 2014, Ms. Pamela Strand resigned as a director of the Company, and on March 28, 2014, the Company appointed Mr. Walter Henry as director of the Company to fill the vacancy.

ITEM 5 Full Description of Material Change:

The Company confirms that Ms. Strand resigned as a director of Satori in order to pursue a new career path as a senior manager within the Government of the Northwest Territories. As a result of her acceptance of this new governmental role, Ms. Strand is required to phase out her involvement with all publicly traded companies. Satori's board was one of the first of Ms. Strand's resignations in this regard.

Given that the Company may considering an alternative transaction, the board of directors initially decided not to appoint a nominee to fill the vacancy of Ms. Strand until a corporate direction is determined, and accordingly, made application to the TSX Venture Exchange for up to a 90 day waiver from the requirement to have a minimum three members on the board of directors.

The Company believed that a replacement board member would be pre-mature, particularly due to the fact that management has been actively pursuing two new transactions outside of the mining sector, the terms of which, if ultimately concluded, may include the appointment of one or more board seats.

The waiver from the TSX Venture Exchange was not granted and the stock was halted by the Exchange until a replacement could be appointed and filings in this regard completed. Accordingly, on March 28, 2014 the Company appointed one of its former directors, Mr. Walter Henry, to fill the vacancy on the board, and subsequently completed all filings in this regard.

The Company continues to evaluate new opportunities in the agricultural sector, particularly as it relates, directly and indirectly, to businesses associated with medical marijuana. Mr. Scott Walters and other qualified candidates continue to provide input in this regard, and the Company will provide timely updates as this transpires. In the interim, the Company also remains focussed on defining opportunities for the potential of the Tartan Lake Gold Mine Project.

ITEM 6 Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102:

The report is not being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102.

ITEM 7 Omitted Information:

No significant information has been omitted.

ITEM 8 Executive Officer:

Jennifer L. Boyle, the Chief Executive of Satori, is knowledgeable about the material change and may be reached at (416) 904-2714.

ITEM 9 Date of Report: April 7, 2014.