51-102F3 Material Change Report [F]

Item 1 Name and Address of Company

Benton Resources Inc.
32350 Highway 130
Rosslyn, ON P7K 0B1

Item 2 Date of Material Change

June 18, 2015

Item 3 News Release

The news release dated June 18, 2015 was disseminated through Canada Stockwatch and Market News under section 7.1 of National Instrument 51-102.

Item 4 Summary of Material Change

Please refer to attached news release.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Please refer to attached news release.

5.2 Disclosure for Restructuring Transactions

N/A

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

N/A

Item 7 Omitted Information

N/A

Item 8 Executive Officer

Stephen Stares, CEO, Benton Resources Inc.

Item 9 Date of Report

June 22, 2015

BENTON RESOURCES DISCOVERS MULTIPLE NEW GOLD SHOWINGS AT STAGHORN GOLD PROPERTY

June 18, 2015

Thunder Bay, Ontario: Benton Resources Inc. (TSXV: BEX) ("Benton" or "the Company") is pleased to announce that it has made several new gold discoveries over the 25km long mineralized trend on the Staghorn Gold property. The project is located in west-central Newfoundland and under option from Metals Creek Resources Corp. (see Benton PR dated Nov. 18, 2014). Over the years previous exploration companies have uncovered a number of gold showings throughout the property and these latest discoveries continue to demonstrate the prospective nature of the project to host a significant gold discovery.

Highlights to date of ongoing exploration efforts at the Staghorn property include:

1. Discovery of the Ryan's Hammer mineralized boulders in outcrop
2. Discovery of mineralization along the apparent north eastern strike extent of the Woods Lake mineralized trend
3. Discovery of the Grand View gold zone with gold assays up to 0.94gpt
4. Completion of soil geochemistry over a large portion of the project
5. Multiple new mineralized arsenopyrite and/or pyrite occurrences with assays pending

At the Ryan's Hammer gold occurrence an outcrop of identical rock type and mineralization has been uncovered more than 500m to the east across Victoria Lake. Selective grab samples collected from the outcrop and surrounding sub cropping frost heaved material returned up to 7.6gpt gold and panned overburden material collected produced several fine free native gold grains. More overburden stripping along the outcrop is needed to determine the width and strike extent of the gold mineralization. Selective grab samples collected last autumn from mineralized boulders on the west shore of Victoria Lake assayed as high as 32.15gpt gold.

Two new gold-bearing occurrences have been uncovered between 300-1400m north east of the drilling at the Woods Lake gold zone. Selective grab samples at these new occurrences returned gold grades up to 4.2gpt and 4.3gpt. A historical gold occurrence between the two new ones was resampled which returned up to 7.66gpt gold in selective grabs. All three occurrences are situated in foliated granite cut by northwest oriented intense fracturing.

The new Grand View gold occurrence consists of intensely silicified chlorite schist that returned assays of trace to 0.9gpt gold in selective grab samples. The occurrence is identical to the historic GP showing (1.35gpt gold in grab samples) located 700m to the south west but more work is necessary to determine if they represent the same mineralized horizon.

To date gold occurrences located on the Staghorn Property stretch over 25km of strike length along the Cape Ray fault zone. Continuing exploration work on the Staghorn property includes grid establishment, soil geochemical surveys, prospecting, geological mapping and ground geophysical surveys (magnetics and induced polarization). Areas of interest will then be subject to mechanical trenching followed by diamond drilling of the most prospective targets.

The Cape Ray/Victoria Lake regional fault zone hosts a number of gold deposits, including Marathon Gold's Valentine Lake deposit located 30 kilometres to the northeast of the Staghorn and Benton's Cape Ray gold deposits approximately 100 kilometres to the southwest.

In addition Benton would like to thank the Department of Natural Resources, Newfoundland and Labrador, for financial assistance provided through the JEA Program for the Cape Ray Project.

As well, Benton received termination notice on an option agreement with Platinum Group Metals regarding the Mealy project located in Labrador. The project was returned to the Company in good standing and is now held 100% by Benton. Benton will review the exploration data provided by Platinum Group Metals and seek a new partner to advance the project or drill the high priority targets in the future.

About Benton Resources Inc. (TSXV: BEX)

Benton Resources Inc is a Canadian-based junior with a diversified property portfolio in Gold-Silver, Nickel, Copper, and Platinum group elements. The Company is well funded with approximately $5.0 million in cash and $0.5 million in marketable securities.

Clinton Barr (P.Geo.), V.P. Exploration for Benton Resources Inc., is the qualified person responsible for this release.

On behalf of the Board of Directors of Benton Resources Inc.,
"Stephen Stares"
Stephen Stares, President

THE TSX VENTURE EXCHANGE HAS NOT REVIEWED AND DOES NOT ACCEPT RESPONSIBILITY FOR THE ADEQUACY OR ACCURACY OF THIS RELEASE.

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