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

February 17, 2016

Item 3 News Release

The news release dated February 17, 2016 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

February 17, 2016

BENTON RESOURCES TO RELEASE PEA FOR CAPE RAY GOLD IN MARCH AND STAKES CHAMPION GRAPHITE PROJECT

February 17, 2016

Thunder Bay, Ontario: Benton Resources Inc. (TSXV: BEX) ("Benton" or "the Company") would like to update the shareholders on the progress of the upcoming Cape Ray Gold Preliminary Economic Assessment Report (PEA). The Company and its partner Nordmin Engineering Ltd. ("Nordmin") have been working closely together to ensure the best possible approach to determine the most viable, profitable and sustainable plan to move the project towards a bankable feasibility study. Benton and Nordmin are planning to release the findings and results of the PEA by the first week of March, 2016, with the final report issued within 45 days per regulation.

Under the Cape Ray Option and Joint Venture agreement, Nordmin can earn up to a 50% interest in the four deposits that define the Cape Ray deposits (04, 41, 51, and WGH deposits, see January 20, 2015 news release) through a series of work commitments and milestones that include completing the PEA and bankable feasibility study on the project.

Benton and Nordmin have recently filed a new NI 43-101 report on SEDAR which can also be found on the Company website. Highlights of the new NI 43-101 report are listed in the table below. The resources remain open for expansion through further drilling.

Table 1: Summary of Mineral Resources for the 51, 41, 04 and Windowglass Hill deposits on the Cape Ray Project

Deposit	Classification	Cutoff (g/t)	Tonnes (Mt)	Au (g/t)	Ag (g/t)	Cu %	Pb %	Zn %	Contained Au (oz)	Contained Ag (oz)
"04"	Indicated	2.5	0.7	6.68	17.13	0.08	0.45	0.37	152,000	389,000
	Inferred		0.3	4.47	7.04	0.04	0.35	0.25	40,000	64,000
"41"	Indicated	2.5	0.2	5.07	18.77	0.1	0.3	0.19	35,000	130,000
	Inferred		0.1	5.01	13.08	0.08	0.34	0.25	10,000	27,000
"51"	Inferred	2.5	0.6	7.12	14.41	0.03	0.09	0.05	132,000	267,000
WGH	Inferred	0.8	1.1	1.83	9.48				66,000	344,000
								Total Indicated	187,000	519,000
								Total Inferred	248,000	702,000

The Cape Ray deposits are hosted within the Cape Ray/Victoria Lake regional fault zone which hosts numerous gold showings and deposits including Benton's 100% owned Isles aux Morts and Big Pond gold deposits, Marathon Gold's Valentine Lake deposits and the Benton/Metals Creek Staghorn J.V project.

In addition to the PEA update, the Company would like to announce that it has acquired by staking a 100% interest in the Champion Graphite project located north of Kenora, Ontario. The project consists of 29 staked claims and hosts a large concentration of airborne electromagnetic conductors. Historical trenching uncovered graphite occurrences where channel samples returned weighted average grades of up to 1.76% carbon over 25 metres (source: MNDM assessment files). The Company will seek a partner to advance the property.

As well, the results of the remaining 7 drill holes at the Staghorn gold property (under option from Metals Creek Resources Corp., see Benton press release dated November 18, 2014) did not return any significant gold values from the mineralization intersected. The diamond drill program consisted of 1,322m in eleven diamond drill holes of which two were lost in deep overburden. The first four holes were reported on December 9, 2015 and consisted of thick intervals of low grade gold values in an altered intrusive host with and arsenopyrite with pyrite mineralization. As the diamond drilling for the first three holes collared in the mineralized rock the true thickness of the host currently remains unknown. The remaining holes had targeted overburden-covered moderate to strong induced polarization (IP) geophysical anomalies and intersected graphite with pyrite in sedimentary rocks. All assays were completed by Eastern Analytical of Springdale, NL using fire assay.

About Benton Resources Inc. (TSXV: BEX)

Benton Resources Inc is a well-funded Canadian-based junior with a diversified property portfolio in Gold-Silver, Nickel, Copper, and Platinum group elements.

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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