FORM 51-102F3
MATERIAL CHANGE REPORT

ITEM 1. NAME AND ADDRESS OF COMPANY

Orefinders Resources Inc. (the "**Company**")
2300 – 1066 West Hastings Street
Vancouver, British Columbia, V6E 3X2

ITEM 2. DATE OF MATERIAL CHANGE

March 4, 2019

ITEM 3. NEWS RELEASE

Issued on March 4, 2019 and distributed through the facilities of Canada Newswire.

ITEM 4. SUMMARY OF MATERIAL CHANGE

The Company entered into a securities exchange agreement (the "**Agreement**") with Kuta Ridge Exploration Inc. ("**Kuta Ridge**"), Kraip Energy Limited (a wholly owned subsidiary of Kuta Ridge) and the shareholders of Kuta Ridge.

ITEM 5.1 FULL DESCRIPTION OF MATERIAL CHANGE

Pursuant to the Agreement, the Company will acquire 40% of the issued and outstanding common shares of Kuta Ridge (the "**Kuta Ridge Shares**") in exchange for issuing 10,000,000 common shares (the "**Consideration Shares**") in the capital of the Company (the "**Transaction**").

Kuta Ridge is a privately-owned Canadian company, which owns a 100% interest in the Kuta Ridge Gold Project (the "**Project**") located in Papua New Guinea. The Project has no royalties. Kuta Ridge is currently raising seed financing of up to $400,000 at $0.05 per Kuta Ridge Share for further development of the Project as well as for the costs associated with any future going public process.

The Transaction is a "related party transaction" under Multilateral Instrument 61-101 – *Projection of Minority Securityholders in Special Transactions* ("**MI 61-101**"), as Charles Beaudry, a director and officer of the Company, holds more than 10% of the Kuta Ridge Shares. Mr. Beaudry also holds 200,000 common shares in the capital of the Company (approximately 0.02%) and upon the completion of the Transaction, Mr. Beaudry will hold a total of 4,600,000 common shares in the capital of the Company (approximately 4.18%). Mr. Beaudry declared his interest to the Company's board and abstained from voting at the directors meeting regarding the Transaction.

The directors of the Company, have determined that the Transaction is exempt from the formal valuation and minority shareholder approval requirements under MI 61-101 in reliance on the exemptions set forth in sections 5.5(a) and 5.7(1)(a) of MI 61-101 and, in connection therewith, have determined that neither the fair market value of the Consideration Shares nor the consideration to be received, insofar as it relates to the related party, exceeds 25% of the Company's market capitalization.

ITEM 5.2 DISCLOSURE FOR RESTRUCTING TRANSACTION

Not applicable.

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

Not applicable.

ITEM 7. OMITTED INFORMATION

Not applicable.

ITEM 8. EXECUTIVE OFFICER

Contact: Alexander Stewart, Executive Chairman
Telephone: 416-644-1567

ITEM 9. DATE OF REPORT

March 8, 2019.