FORM 51-102F3
Material Change Report

Item 1. **Name and Address of Company**

Cordoba Minerals Corp. (the "**Company**" or "**Cordoba**")
181 University Ave, Suite 1413
Toronto, ON
M5H 3M7

Item 2. **Date of Material Change**

June 16, 2015.

Item 3. **Press Release**

A press release with respect to the material change referred to in this report was disseminated via Marketwire on June 17, 2015 and subsequently filed on the Company's SEDAR profile.

Item 4. **Summary of Material Change**

On June 17, 2015, the Company announced that it had closed its previously announced private placement with High Power Exploration Inc. ("HPX") pursuant to which HPX purchased 7,300,000 units ("Units") of Cordoba at a price of $0.14 per Unit, to raise aggregate gross proceeds of $1,022,000. Each Unit consists of one common share of Cordoba and one fully-vested, three-year common share purchase warrant with an exercise price of $0.20 per share. Eric Finlayson, HPX's Senior Advisor – Business Development, will be joining the Company's Board of Directors.

Item 5. **Full Description of Material Change**

The material change is described in the Company's press release attached hereto as Schedule "A", which press release is incorporated by reference herein.

Item 6. **Reliance on subsection 7.1(2) of National Instrument 51-102**

The report is not being filed on a confidential basis.

Item 7. **Omitted Information**

No significant facts have been omitted from this report.

Item 8. **Executive Officer**

Mario Stifano, President and Chief Executive Officer
(416) 862-5253

Item 9. **Date of Report**

June 23, 2015.

Schedule "A"

Cordoba Minerals Announces Closing of Strategic Investment From High Power Exploration

TORONTO, CANADA, June 17, 2015: Cordoba Minerals Corp. ("Cordoba" or the "Company") (TSX-V: CDB), is pleased to announce that it has closed its private placement with High Power Exploration Inc. ("HPX"), a private mineral exploration company indirectly controlled by mining entrepreneur Robert Friedland, after receiving all required regulatory and shareholder approvals. With the strategic investment in Cordoba, HPX will have the option to enter into a joint venture with the Company to earn up to a 65% interest in Cordoba's highly-prospective San Matias Copper-Gold Project in Colombia by funding the Project and completing a feasibility study.

Under the terms of the partnership previously announced (see May 8, 2015 news release), HPX agreed to purchase 7,300,000 Units ("Units") of Cordoba at the 20 day VWAP of C$0.14 per Unit, resulting in total proceeds to Cordoba of C$1,022,000. Each Unit consists of one common share of Cordoba and one fully-vested, three-year Cordoba common share purchase warrant (each a "Warrant") with an exercise price of C$0.20 per share. If fully exercised, the warrant subscription proceeds will total an additional C$1,460,000 to Cordoba.

"We have received tremendous shareholder support for our partnership with HPX and with the closing of the strategic investment, we can focus on exploring our highly prospective San Matias Project where we believe potential exists to find a world-class asset," commented Mr. Stifano, President and CEO of Cordoba.

The Company is also pleased to announce that Eric Finlayson, HPX's Senior Adviser - Business Development, will be joining the Company's Board of Directors. Eric is a geologist with over thirty years of global exploration experience and was the Global Head of Exploration for Rio Tinto from 2007 to 2011.

About Cordoba Minerals

Cordoba Minerals Corp. is a Toronto-based mineral exploration company focused on the exploration and acquisition of copper and gold projects in Colombia. Cordoba currently owns 100% of the highly prospective San Matias Project located near operating open pit mines with ideal topography in the Department of Cordoba. For further information, please visit **www.cordobaminerals.com**.

Contact information:

Mario Stifano, President and CEO
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Neither the 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.

FORWARD-LOOKING STATEMENTS

Statements in this news release that are forward-looking statements are subject to various risks and uncertainties concerning the specific factors disclosed here and elsewhere in both Cordoba's and HPX's periodic filings with Canadian securities regulators. When used in this press release, words such as "will, could, plan, estimate, expect, intend, may, potential, should," and similar expressions, are forward-looking statements. Information provided in this document is necessarily summarized and may not contain all available material information.

Forward-looking statements may include, without limitation, statements regarding the completion and expected benefits of the proposed transaction and other statements that are not historical facts. Forward-looking statements are based on a number of assumptions and estimates that, while considered reasonable by management based on the business and markets in which operate, are inherently subject to significant operational, economic and competitive uncertainties and contingencies. Assumptions upon which forward looking statements relating to the transaction have been made include that Cordoba and HPX will be able to satisfy the conditions in the Private Placement and JV Agreement; that ongoing due diligence investigations of HPX will not identify any materially adverse facts or circumstances; and that all required third party, regulatory, stock exchange, shareholder and government approvals will be obtained. In addition, the factors described or referred to in the section entitled "Risk Factors" in the MD&A of Cordoba and which is available at www.sedar.com, should be reviewed in conjunction with the information found in this news release.

Although Cordoba and HPX have attempted to identify important factors that could cause actual results, performance or achievements to differ materially from those contained in the forward-looking statements, there can be other factors that cause results, performance or achievements not to be as anticipated, estimated or intended. There can be no assurance that such information will prove to be accurate or that management's expectations or estimates of future developments, circumstances or results will materialize. As a result of these risks and uncertainties, the proposed transaction could be modified, restricted or not completed, and the results or events predicted in these forward looking statements may differ materially from actual results or events.

Accordingly, readers should not place undue reliance on forward-looking statements. The forward-looking statements in this press release are made as of the date of this press release, and Cordoba and HPX disclaim any intention or obligation to update or revise such information, except as required by applicable law, and neither Cordoba and HPX assume any liability for disclosure relating to the other company herein.