

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Issuer

CENTENERRA MINING CORPORATION (the “Issuer”)
Suite 2300, 1177 West Hastings Street
Vancouver, B.C.
V6E 2K3

Item 2. Date of Material Change

June 22, 2015

Item 3. News Release

The dates of the press releases issued pursuant to section 7.1 of National Instrument 51-102 with respect to the material change disclosed in this report is March 31, 2015. The press release was issued in Vancouver, British Columbia through the facilities of the TSX Venture Exchange via Newsfile.

Item 4. Summary of Material Change

The Issuer reported that they have closed the acquisition of Cardero Argentina as well as the concurrent equity financing and, completed a name change from Artha to Centenera and resumed trading under the symbol “CT”.

Item 5. Full Description of Material Change

The Issuer (formerly Artha Resources Corporation) reports the closing of the previously reported acquisition of Cardero Argentina, S.A. and the resulting reverse takeover of the Issuer (the “Transaction”) by Cardero Resource Corp. (“Cardero”), which was approved by shareholders on May 25, 2015. The Issuer also announces the closing and completion of a non-brokered private placement in the aggregate amount of \$1 million (being \$950,000 in concurrent financing and the previously closed \$50,000 bridge financing), the name change to “Centenera Mining Corporation”, the resumption of trading under the symbol “CT”, and the appointment of new management.

What does the Transaction mean for Centenera Shareholders?

During the early part of 2015, prior to closing of the Transaction, the common shares of the Issuer were consolidated on the basis of 10 old shares for 1 new share and the Issuer’s debts of approximately \$800,000 were settled for shares and cash. In connection with this restructuring, the Issuer agreed to purchase Cardero Argentina, S.A. from Cardero for consideration consisting of US\$50,000. The Issuer also issued 23,743,781 shares to Cardero in consideration for services provided by Cardero to the Issuer in connection with the Transaction, (including negotiation and settlement of the Transaction terms), the effect of which was a reverse takeover of the Issuer by Cardero.

Administrative changes to the Company

The Issuer has changed its name from “Artha Resources Corporation” to “Centenera Mining Corporation”. The Issuer continues to be listed on the TSX Venture Exchange, but its trading symbol has been changed from “AHC” to “CT”. The Issuer’s head office is now located at the offices of Cardero with a new management team in place and a board composed of Cardero nominees and former directors.

What does the Transaction mean for Cardero Shareholders?

With Cardero’s focus on bulk commodities over the past seven years, its mineral assets in Argentina were not an area of focus and effectively provided no value to shareholders. With the completion of the Transaction, the Argentinean assets have transferred to a separate Argentina-focused vehicle sharing management with Cardero, which is 54% owned by Cardero. The Transaction does not result in any other change to Cardero, its management or operations.

CENTENERA ASSETS

The Issuer’s primary assets are three precious metals projects: the Organullo gold deposit, the Mina Angela former-producing gold deposit (both of which were acquired from Cardero), and the Crosby silver project, which is contiguous with Silver Standard’s Pirquitas mine in northwest Argentina.

Organullo Gold Project

The Organullo property is located in Salta Province, which is the second most mining-friendly jurisdiction in South America, according to the 2014 Fraser Institute Survey of Mining Companies.

Organullo is a large property with widespread and intense alteration indicative of a productive high-sulphidation epithermal gold deposit. This property lies along a regional northerly-trending fault that controls the localization of mineralization in the region. Mineralization is associated with faulting, quartz veins and silicified rock. The geological relationships suggest that this is near the top of the system with large volumes of underlying rock yet to be explored. The system appears to be large with more than seven kilometres of geochemically anomalous rock exposed in a north-south direction.

Historical drilling results support the interpretation of a potential bulk-mineable epithermal gold deposit. Reverse circulation drilling returned 200 meters grading 0.47 g/t gold and 189 meters grading 0.66 g/t gold, both from surface. Diamond drilling supports this with an intersection grading 0.66 g/t gold from 19 to 110 meters.

In 2012, an “Exploration Targets & Pit Optimization” report was completed by GeoRes. The work resulted in potential exploration target tonnages and grades of gold at Organullo. Block models were built for two target areas with block sizes defined to emphasize the dominant vein orientation. Gold grades were estimated into each model's blocks using parameters adapted to the common vein direction in each area. Raw drill-hole data was composited to exactly 2.0 meters downhole and no limits were applied to either input data or output estimates and the estimation was unconstrained by geology. Block estimation was done using an inverse distance squared algorithm. Scan distances

of 200 meters and 300 meters were used for lower and upper ranges of exploration targets.

Targets were reported for a variety of gold grade lower cut-off values. Tonnages assumed a constant density of 2.6 t/m³. At a lower gold cut-off of 0.5 g/t the total exploration targets ranged from a lower 19.8 Mt at 0.94 g/t gold (600,000 ounces gold) to an upper 31.6 Mt at 0.92 g/t gold (940,000 ounces gold).

It should be noted that these potential exploration target quantities and grades are conceptual in nature, that insufficient exploration and geological modelling has been done to define Mineral Resources, and that it is uncertain if further exploration will result in the determination of a Mineral Resource.

An approximately \$400,000 exploration drilling program is planned for late 2015 aimed at expanding the exploration target size.

Mina Angela Gold Project

Mina Angela is a former-producing mine located in Chubut Province in southern Argentina. The property was explored by several companies between 1951 and 1978 and production recommenced in 1978. The underground mine was operated by Cerro Castillo SA until 1992 producing more than 150,000 ounces of gold. The mineralized system remains open at depth. Government records from 1983 until the mine closed in 1992 show mining production was 1.04 million tonnes for this period with average grades of: 4.0 g/t gold; 48.4 g/t silver; 2.0% lead; 0.4% copper; 4.6% zinc.

Exploration drilling in 1998 discovered a new vein system and geophysics indicates the vein has a potential strike length of 1.6km. Significant drill intercepts include 1.36m @ 40.65g/t gold and 2m @ 6.69g/t gold. The down-dip extension of mineralization at Mina Angela is estimated to be 150m to 400m.

In 2005, Hochschild Mining entered into a feasibility study to re-start mining and as part of this process, they paid the final \$350,000 option payment to secure 100%. Hochschild withdrew in 2009 due to economic issues and not due to technical concerns. Despite past production, the property remains largely under-explored. There is high potential for extension of ore reserves along the down-dip extensions of the vein systems at Mina Angela and two other prospects. There are several additional identified targets, with the opportunity for new discoveries.

Crosby Property

The Crosby Property is transected by the same northwest trending anticlinal structure that hosts Silver Standard's producing Pirquitas Mine in Jujay Province, northwest Argentina, which is expected to produce 9 -10 million ounces of silver and 10-12 million pounds of zinc in 2015. The property is strategically positioned contiguous with the Pirquitas Property.

MANAGEMENT

The Issuer will be managed by a seasoned management team with significant exploration and development experience, led by Keith Henderson who has been appointed President

& CEO. The board of the Issuer is made up of Henk van Alphen, Charles Straw, Anne Labelle, Stephen Pearce and Keith Henderson. Management biographies can be viewed at the Issuer's web site.

STRATEGY

The management of the Issuer believes that it can take advantage of under-valued resource-sector opportunities in Argentina. The Issuer has three quality precious metal assets and is focussed on making additional acquisitions where deal terms are reasonable and minimise dilution. The Issuer is well-structured with approximately 43 million shares issued and outstanding, of which a significant number of shares are held by shareholders who are supportive of this long-term strategy.

TRANSACTION DETAILS

The TSX Venture Exchange has accepted for filing the reverse takeover of the Issuer by Cardero and related transactions as described in the management information circular of the Issuer dated April 24, 2015. The Transaction includes the acquisition of 100% of the issued and outstanding shares of Cardero Argentina held by Cardero. The Company entered into a share purchase agreement with Cardero and Cardero Argentina as of March 27, 2015, whereby it agreed to purchase all of the issued and outstanding Cardero Argentina shares in consideration of the payment of US\$50,000. The Issuer also issued 23,743,781 shares to Cardero in consideration for services provided by Cardero to the Issuer in connection with the Transaction, (including negotiation and settlement of the Transaction terms). The Transaction received 97% shareholder approval and has been completed, effective June 18, 2015.

In addition to the recently announced closing of the bridge financing (gross proceeds of \$50,000 announced May 26, 2015) the Issuer has closed the concurrent non-brokered private placement for gross proceeds of \$950,000 (\$0.10 unit price with a full warrant at \$0.15 for 24 months). Together with the bridge financing, total gross proceeds from Transaction-related financings are \$1 million.

Pursuant to a director's resolution dated June 1, 2015, the Issuer has changed its name to "Centenera Mining Corporation". Effective Monday June 22, 2015, the common shares of the Issuer will commence trading on the TSX Venture Exchange. The Issuer will resume with the ticker symbol "CT" (not "CTA" as indicated in an earlier news release).

ABOUT CENTENERA

The Issuer is a resource company trading on the TSX Venture Exchange. The Issuer is focused 100% on Argentina with three precious metals assets and extensive exploration datasets. The strategy moving forward is to acquire more high-quality precious metal and copper assets, taking advantage of positive political changes expected in Argentina during late 2015 and beyond.

For more information on the Issuer's board of directors, management and assets, please refer to the web site at www.centeneramining.com.

QUALIFIED PERSON

EurGeol Keith Henderson, PGeo, the Issuer's President, CEO and director and a qualified person as defined by National Instrument 43-101, has reviewed the scientific and technical information that forms the basis for portions of this material change report release, and has approved the disclosure herein. Mr. Henderson is not independent of the Issuer, as he is a director, officer and shareholder.

Cautionary Note Regarding Forward-Looking Statements

Except for the statements of historical fact contained herein, the information presented on this website and the information incorporated by reference herein, constitutes "forward looking information" within the meaning of applicable Canadian securities laws concerning the business, operations and financial performance and condition of the Issuer. All statements, except for statements of historical fact, that address activities, events or developments that management of the Issuer expects or anticipates will or may occur in the future including such things as future capital expenditures (including the amount and nature thereof), business strategies and measures to implement strategies, competitive strengths, goals, expansion and growth of the business and operations, plans and references to the future success of the Issuer, and such other matters, are forward looking statements. Often, but not always, forward looking information can be identified by words such as "pro forma", "plans", "expects", "may", "should", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates", "believes", "potential" or variations of such words including negative variations thereof, and phrases that refer to certain actions, events or results that may, could, would, might or will occur or be taken or achieved. Forward looking information involves known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Issuer to differ materially from any future results, performance or achievements expressed or implied by the forward looking information. Such risks and other factors include, among others, operating and technical difficulties in connection with mining development, actual results of exploration activities, estimation or realization of mineral reserves and mineral resources, the timing and amount of estimated future production, costs of production, capital expenditures, the costs and timing of the development of new deposits, the availability of a sufficient supply of water and other materials, requirements for additional capital, future prices of metal, changes in general economic conditions, changes in the financial markets and in the demand and market price for commodities, possible variations in ore grade or recovery rates, possible failures of plants, equipment or processes to operate as anticipated, accidents, labour disputes and other risks of the mining industry, delays in obtaining governmental approvals, permits or financing or in the completion of development or construction activities, changes in laws, regulations and policies affecting mining operations, hedging practices, currency fluctuations, title disputes or claims limitations on insurance coverage and the timing and possible outcome of pending litigation, environmental issues and liabilities, risks related to joint venture operations, and risks related to the integration of acquisitions, as well as those factors discussed under the heading "Risk Factors" in the Management Information Circular (April 24, 2015) and discussed in the annual management's discussion and analysis and other filings with the Canadian Securities Authorities of the Issuer.

Shareholders are cautioned not to place undue reliance on forward looking information. The Issuer undertakes no obligation to update any of the forward looking information on this website or incorporated by reference herein, except as otherwise required by law.

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

Not applicable.

Item 7. Omitted Information

No information has been omitted on the basis that it is confidential.

Item 8. Senior Officer

The following senior officer of the Issuer is knowledgeable about the material change disclosed in this report.

Keith Henderson, President & CEO
Business Telephone No.: (604) 638-1234 (Ext. 3884)

Item 9. Date of Report

June 29, 2015