

# 51-102F3

## Material Change Report

1. **Name and Address of Company**

BRS Resources Ltd.  
c/o Sharon Lewis Consulting  
Suite 404, 999 Canada Place  
Vancouver, B.C. V6C 3E2

2. **Date of Material Change**

November 1, 2017

3. **News Release**

The news release dated November 1, 2017 was disseminated via the Stockwatch and Market News..

4. **Summary of Material Change**

BRS Resources announces new director and officers

5. **Full Description of Material Change**

**5.1 Full Description of Material Change**

See attached

**5.2 Disclosure for Restructuring Transactions**

Not applicable

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

Not applicable

7. **Omitted Information**

Not applicable

8. **Executive Officer**

For further information, contact  
Byron Coulthard  
President & CEO  
Telephone: 604-657-7004

9. **Date of Report**

November 1, 2017

**TRUECLAIM EXPLORATION INC.**  
*Suite 404 – 999 Canada Place*  
*Vancouver, BC V6C 3E2*

November 1, 2017

TSX.V Symbol: TRM

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**NEW DIRECTOR AND OFFICERS**

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**TRUECLAIM EXPLORATION INC.** – (the “**Company**”) announces the appointment of Ron Wortel to the board of directors of the Company, the appointment of Dan Fuoco as Chief Financial Officer, and the appointment of Gary Sugar as corporate secretary of the Company.

**Ron Wortel.** Mr. Wortel is a mining professional with over 25 years experience. In the first part of his career, Ron worked as a consulting project engineer for many mining companies with Golder Associates. For the past 20 years Ron's experience includes the investment side of the mining business as a sell-side research analyst with several investment firms. This was followed as buy-side analyst with the Mineralfields Group that invested over \$1B into the junior mining sector. Ron is a licensed professional engineer and a Qualified Person as defined by NI43-101.

**Dan Fuoco.** a Canadian CPA, CA, Mr. Dan Fuoco has over 28 years of financial experience dealing with a number of publicly listed and private Canadian and multi-national companies. He has experience as the Chief Financial Officer of publicly listed mineral resources and real estate companies both on the TSX Venture Exchange and on the Canadian Securities Exchange in Canada. Dan practiced as a Chartered Professional Accountant for 11 years at Deloitte & Touche LLP in the downtown Toronto, Canada office. He served both Canadian and international clients in the USA, Europe, UK, Japan and Australia and spent time abroad at Deloitte International.

Dan also worked at Magna International Inc. as Finance Director □ Special Projects in the Chairman’s office at the worldwide headquarters in Aurora, Ontario working under Frank Stronach for over 11 years. In addition, he was Manager of Special Projects at MI Developments, the real estate affiliate of Magna International. Mr. Fuoco is a graduate of the renowned Schulich School of Business in Toronto, Ontario and holds a Bachelor of Business Administration degree.

**Gary Sugar.** Mr. Sugar is a director of the Company. He is a senior corporate/securities lawyer practicing in Toronto. For the past 20 years Mr. Sugar has counselled clients through private and public fundraisings, regulatory compliance matters, and corporate/commercial transactions. Mr. Sugar has worked with local and international clients in a wide variety of industries, including natural resources, technology, telecommunications, biotech, manufacturing and service industries. Mr. Sugar is a graduate of the Combined LL.B./M.B.A. Program at York University/ Osgoode Hall Law School and has an undergraduate degree in Computer Science.

All the foregoing appointments are subject to applicable regulatory approval.

The Company also announces the resignation of John MacKenzie from the Board of Directors who is leaving to pursue other business opportunities. Mr. Byron Coulthard, the Company's President and CEO, wishes to thank John for his devoted service, and welcomes Mr. Wortel, Mr. Fuoco and Mr. Sugar to their new offices within the Company.

**TRUECLAIM EXPLORATION INC.**

Per: "*Byron Coulthard*"

Byron Coulthard President

& CEO 604.657.7004

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