

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

BRS Resources Ltd. (the “Company”)
308 – 1441 Johnston Road
White Rock, BC V4B 3Z7

Item 2 Dates of Material Changes

November 10, 2022.

Item 3 News Release

The news release was disseminated through Market News and Stockwatch on November 10, 2022.

Item 4 Summary of Material Changes

The Company announced that the British Columbia Securities Commission (the “BCSC”), as principal regulator, has revoked the cease trade order issued against the Company by the BCSC on March 6, 2019 (the “CTO”).

The CTO was issued as a result of the Company’s failure to file its: (i) annual audited financial statements for the year ended October 31, 2018; (ii) annual management’s discussion and analysis for the year ended October 31, 2018; and (iii) accompanying certification of the annual filings for the year ended October 31, 2018.

The Company has filed annual financial statements, management’s discussion and analysis and accompanying certifications for the years ended October 31, 2021 and 2020. The Company has also filed the unaudited financial statements, management’s discussion and analysis and accompanying certifications for the three months ended January 31, 2022 and 2021, the unaudited financial statements, management’s discussion and analysis and accompanying certifications for the six months ended April 30, 2022 and 2021 and the unaudited financial statements, management’s discussion and analysis and accompanying certifications for the nine months ended July 31, 2022 and 2021.

As the CTO has been revoked, the Company will be exploring other business opportunities in the natural resources sector.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

A full description of the material change is described in Item 4 above and in the news release which was filed on SEDAR at www.sedar.com.

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

None

Item 8 Executive Officer

Byron Coulthard, President and CEO, 604.657.7004

Item 9 Date of Report

November 10, 2022