

**FORM 51-102F3**  
**MATERIAL CHANGE REPORT**

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

Affinity Metals Corp.  
600 – 890 West Pender Street  
Vancouver, BC V6C 1J9

**Item 2. Date of Material Change**

September 3, 2019.

**Item 3. News Release**

A News Release dated and issued September 3, 2019 at Vancouver, BC, through Newsfile Corp. and filed on SEDAR ([www.sedar.com](http://www.sedar.com)).

**Item 4. Summary of Material Change**

Affinity Metals Corp. announces \$600,000 Financing

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

See news release, a copy of which is attached hereto.

**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**

Robert Edwards, CEO & Director  
Telephone: 604 227-3554

**Item 9. Date of Report**

September 10, 2019

## **AFFINITY METALS CORP. ANNOUNCES \$600,000 FINANCING**

**September 3, 2019**

**TSX-V: AFF**

**Cardston, AB.--Affinity Metals Corp.** (TSX-V: AFF) (“the Corporation”) (“Affinity”) today announced that it will be offering on a non-brokered private placement basis (“the Offering”) up to 6,000,000 units (“Units”) at a price of \$0.10 per Unit for proceeds of \$600,000 if the Offering is fully subscribed.

Each Unit consists of one common share of the Corporation (“Common Share”) and one non-transferrable Common Share purchase warrant (“Warrant”). Each Warrant may be exercised for one additional Common Share at a price of \$0.15 for a period of 12 months from the closing date of the Offering except that, from and after the date that is four months and one day after the closing date, if the closing price of the Corporation’s shares exceeds \$0.215 for 30 consecutive days, the Corporation may, at any time thereafter, accelerate the expiry date of the Warrants to the date that is 15 days following the date on which the Corporation issues notice to all the Warrant holders of the new expiry date.

Insiders may participate in the offering. A finder’s fee of up to 7% in cash or shares may be paid to arm’s length finders in relation to this Offering. Proceeds from the Offering will be used for general operating purposes including mineral property acquisitions.

This private placement is subject to approval by the TSX Venture Exchange.

### **About Affinity**

Affinity Metals is a Canadian mineral exploration company focused on advancing the Regal polymetallic project located near Revelstoke, BC.

### **On behalf of the Board of Directors**

Robert Edwards, CEO and Director of Affinity Metals Corp.

Contact: redwards@affinity-metals.com

*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.*