

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

Item 1. Name and Address

Spark Energy Minerals Inc. (formerly St. Anthony Gold Corp.) (the “Company”)
Suite 702 - 595 Howe Street
Vancouver, BC
V6C 2T5

Item 2. Date of Material Change

August 10, 2023

Item 3. News Release

The news release describing the material change was disseminated on August 15, 2023 through Accesswire and filed on SEDAR.

Item 4. Summary of Material Change

The Company announced that has entered into a mineral claims purchase agreement dated August 10, 2023, with Talisman Venture Partners, Ltd. (“Talisman”), pursuant to which the Company will acquire from Talisman a 100 percent ownership interest in 9 (nine) exploration permits, known as the “CE Property”, comprising approximately 16,245.60 hectares (16.2k ha) of surface area in Ceara State, Brazil.

Pursuant to the terms of the agreement and in order to complete the transaction, Spark shall pay to Talisman:

- \$150,000 CDN on closing of the agreement,
- Issue Talisman 4,500,000 common shares of the Company;
- Talisman shall retain a 1% N.S.R. The Company can purchase %0.5 from Talisman at any time for \$1,000,000 CDN.

The transaction is arm's length, and the company is not paying any finders' fees in connection therewith.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

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- Talisman shall retain a 1% N.S.R. The Company can purchase %0.5 from Talisman at any time for \$1,000,000 CDN.

Completion of the transaction is subject to customary closing conditions, including, among others, approval of the CSE and the company being satisfied with the results of its due diligence review. The company has 30 calendar days from the date of execution of the agreement to complete.

The transaction is arm's length, and the company is not paying any finders' fees in connection therewith.

5.2 *Disclosure for Restructuring Transactions*

Not applicable.

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

Not applicable.

Item 7. Omitted Information

No information has been omitted in respect of this material change.

Item 8. Executive Officer

The following executive officer of the Company is knowledgeable about the material change disclosed in this report and may be contacted as follows:

Peter Wilson, President
Telephone: 604 649-0945

Item 9. Date of Report

August 15, 2023.