

**Bird River Resources Inc.**

**FORM 51-102F3**  
***Material Change Report***

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

Bird River Resources Inc. (the "Company" or "Bird River")  
5204 Roblin Blvd.  
Winnipeg, Manitoba, R3R 0H1

**Item 2: Date of Material Change**

November 17, 2020

**Item 3: News Release**

A news release was issued and disseminated on November 16, 2020 and filed on SEDAR at [www.sedar.com](http://www.sedar.com), a copy of which is attached hereto as Schedule "A".

**Item 4: Summary of Material Change**

The Company is reporting the consolidation of its common shares on the basis of one (1) new post-consolidation common share for twelve (12) pre-consolidation common shares. Effective November 17, 2020, with a record date of November 18, 2020, the common shares of the Bird River have commenced trading on the Canadian Securities Exchange on a consolidated basis.

**Item 5.1: Full Description of Material Change**

See attached news release at Schedule "A" to this report.

**Item 5.2 Disclosure for Restructuring Transactions**

Not applicable.

**Item 6: Reliance on subsection 7.1(2) of National Instrument 51-102 (Confidentiality)**

Not applicable.

**Item 7: Omitted Information**

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

**Item 8: Executive Officer**

For additional information with respect to this material change, the following person may be contacted:

Jon Bridgman, CEO  
Bird River Resources Inc.  
Tel: 1-877-587-0777 and [umi@bell.net](mailto:umi@bell.net)

**Item 9: Date of Report**

This report is dated as of November 18, 2020.

**SCHEDULE "A"**

Please see attached.

**BIRD RIVER RESOURCES ANNOUNCES PLANS TO CONSOLIDATE**

**November 16, 2020** – Winnipeg, MB: Bird River Resources Inc. (BDR:CSE) (“**BDR**” or the “**Company**”) announces its plans to consolidate all of the Company’s issued and outstanding common shares (the “**Share**” and, collectively, “**Shares**”) on the basis of twelve (12) to one (1) (the “**Consolidation**”). The Consolidation was approved by special resolutions of shareholders at the Company’s annual general and special meeting held on September 25, 2020.

Effective November 17, 2020, with a record date of November 18, 2020, the Company expects to begin trading the Shares on the Canadian Securities Exchange on a post-Consolidation basis under its existing name and ticker symbol. The new CUSIP and ISIN for the Shares is 090823204 and CA0908232048, respectively.

Prior to the Consolidation, the Company had 116,002,334 pre-consolidation Shares issued and outstanding. Following the Consolidation, the Company has approximately 9,666,861 post-consolidation Shares issued and outstanding. In the event that the Consolidation would otherwise result in the issuance to any shareholder of a fractional post-Consolidation Share, no fractional post-Consolidation Common Shares shall be issued and the number of post-Consolidation Shares issuable to such shareholder shall be rounded down to the next lower whole number. Except for any change resulting from the rounding described above, the change in the number of Shares outstanding that would result from the Consolidation will cause no change in the stated capital attributable to the Shares.

A letter of transmittal will be mailed to registered shareholders providing instructions to surrender the certificates evidencing the pre-consolidation Shares held in exchange for replacement certificates or Direct Registration Advice representing the number of post-consolidation Shares to which they are entitled as a result of the Consolidation. Until surrendered, each certificate representing pre-consolidation Shares will be deemed for all purposes to represent the number of whole post-consolidation Shares to which the holder thereof is entitled as a result of the Consolidation. Shareholders who hold their pre-consolidation Shares in brokerage accounts or in “street name” are not required to take any action to surrender or exchange the pre-consolidation Shares so held.

**About Bird River Resources Inc.**

Established in 1958, Bird River Resources Inc. is a Winnipeg, Manitoba based diversified resource company which holds minority interests in producing oil and gas wells in southwestern Manitoba. The company also holds a net royalty smelter (NSR) interest in a platinum palladium property in the Bird River Sill area of northeastern Manitoba near the Ontario border. Additional information on the Company is available at the Canadian Securities Exchange <https://www.thecse.com/> and at sedar.com.

**For further information, contact:**

Jon Bridgman, CEO  
Bird River Resources Inc.  
Tel: 1-877-587-0777 and jonbirdriver@gmail.com

*This news release is for information purposes only and no statement herein should be considered an offer or a solicitation of an offer for the purchase or sale of any securities and may contain forward looking statements that are based upon current expectations or beliefs as well as a number of assumptions about future events and words such as may, should, could, will, expect, anticipate, estimate, believe, intend, project should not be taken out of context.*

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