

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

**Item 1 Name and Address of Company**

Bird River Resources Inc. (the “**Corporation**”)  
5204 Roblin Blvd.  
Winnipeg, MB R3R 0H1

**Item 2 Date of Material Change**

April 14, 2023

**Item 3 News Release**

A news release was disseminated via a Canadian newswire and filed on the Corporation’s profile on SEDAR at [www.sedar.com](http://www.sedar.com) on April 14, 2023.

**Item 4 Summary of Material Change**

The Corporation completed a non-brokered private placement (the “**Private Placement**”) of common shares of the Corporation (each, a “**Share**”).

**Item 5 Full Description of Material Change**

On April 14, 2023, the Corporation completed a non-brokered private placement of 1,525,000 Shares. Pursuant to the Private Placement, the Corporation raised aggregate gross proceeds of \$152,500. The Corporation will use the proceeds of the Private Placement for general working capital purposes and expenses related to the previously announced proposed transaction. In connection with the Private Placement, the Corporation paid cash finder's fees of \$3,500 to an eligible finder. All securities issued in connection with the Private Placement are subject to a statutory hold period of 4 months and a day from their issuance in accordance with applicable securities laws, and no insiders of the Corporation subscribed for shares under the Private Placement.

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

Confidentiality is not requested.

**Item 7 Omitted Information**

Not applicable.

**Item 8 Executive Officer**

Jon Bridgman, CEO  
Tel: 1-877-587-0777

**Item 9 Date of Report**

April 20, 2023