

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

Item 1: Name and Address of Company

Secova Metals Corp. (the “**Secova**” or the “**Company**”)
1055 West Georgia Street, Suite 1500
Vancouver, BC V6E 4N7
Canada

Item 2: Date of Material Change

October 30, 2019

Item 3: News Release

A news release dated October 30, 2019 announcing the material change was issued on October 31, 2019 and disseminated and posted to SEDAR on October 31, 2019.

Item 4: Summary of Material Change

Secova announced that its annual financial statements for the year ended June 30, 2019, including the related management discussion and analysis, and CEO and CFO certifications were not filed by the required filing deadline. The Company further announced that it applied to the applicable securities regulatory authorities and received a management cease trade order.

Item 5: Full Description of Material Change

5.1: Full Description of Material Change

The Company announced that its annual financial statements for the year ended June 30, 2019, including the related management discussion and analysis, and CEO and CFO certifications (collectively, the “**Annual Financial Filings**”) were not filed by the required filing deadline of October 28, 2019 (the “**Filing Deadline**”).

The Annual Financial Filings were not filed on or before the Filing Deadline due to unforeseen delays in the completion of the Company’s audit of the annual financial statements for the year ended June 30, 2019. The Company’s proposed acquisition with DNA Canada Inc. announced in a news release dated September 27, 2019, took considerable time to finalize. The unforeseen delay was due to negotiations amongst the parties in respect of the structure of the acquisition. The Annual Financial Filings could not be completed until the structure was finalized.

In addition, Secova announces with great sadness that Mr. Daniel Denis, a director and member of the audit committee of the Company unexpectedly passed away on October 2, 2019. As a result of Mr. Denis’ death, remaining members of the Board and Audit Committee were unable to complete the Annual Financial Filings.

The Company is working on the steps required to complete the Annual Financial Filings and expects to be able to file the Annual Financial Filings on or before November 28, 2019. The Company will provide updates as further information relating to the Annual Financial Filings becomes available.

The Company has applied to the applicable securities regulatory authorities and received a management cease trade order (“**MCTO**”) imposed against the Chief Executive Officer and Chief Financial Officer of the Company precluding them from trading securities of the Company. The MCTO will be in effect until the Annual Financial Filings are filed, and requires that the Annual Financial Filings be filed on or before December 27, 2019.

Until the Annual Financial Filings are filed, the Company intends to provide information in accordance with National Policy 12-203 *Management Cease Trade Orders*.

5.2: Disclosure for Restructuring Transactions

Not Applicable

Item 6: Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable

Item 7: Omitted Information

Not applicable

Item 8: Executive Officer

P. Bradley Kitchen
Chief Executive Officer
Phone: 604.506.7555

Item 9: Date of Report

November 19, 2019