

MEZZOTIN MINERALS INC.

FORM 51-102F3

MATERIAL CHANGE REPORT

1. Name and Address of Company

Mezzotin Minerals Inc. (the “Company”)
Suite 1600, 150 York Street
Toronto, Ontario M5H 3S5

2. Date of Material Changes

May 25, 2018

3. News Releases

Press release attached as Schedule A hereto was released through the facilities of the GlobeNewswire disclosure network on May 25, 2018.

4. Summary of Material Change

On May 25, 2018 the completed its previously announced debt settlement with Hong Kong-based Max Mind Investment Limited (“Max Mind”). The Company issued 8,014,969 common shares at a deemed price of \$0.05 per share to Max Mind to settle indebtedness owing to Max Mind of \$400,748 (US\$314,831.07) representing advances previously made to the Company by Max Mind plus accrued and unpaid interest thereon. Upon completion of the debt settlement, Max Mind owns approximately 14.1% of the 56,994,069 common shares of the Company now outstanding.

5. Full Description of the Material Change

See Schedule A attached hereto for a full description of the material change.

6. Reliance on Confidentiality Provisions of Subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

7. Omitted Information

Not applicable.

8. Executive Officers

The following executive officer of Mezzotin Minerals Inc. may be contacted for additional information:

Lawrence Schreiner
Chief Financial Officer
Mezzotin Minerals Inc.
Suite 1600, 150 York Street
Toronto, Ontario M5H 3S5

Tel: 416-464-3322

9. Date of Report

May 31, 2018

SCHEDULE A

FOR IMMEDIATE RELEASE

MEZZOTIN MINERALS COMPLETES DEBT SETTLEMENT

Toronto, Ontario – May 25, 2018 – Mezzotin Minerals Inc. (“**Mezzotin**” or the “**Company**”) (NEX: MEZ.H) announced today that, further to the Company’s press release of April 11, 2018, it has completed the debt settlement with Hong Kong-based Max Mind Investments Limited (“Max Mind”). The Company has issued 8,014,969 common shares at a deemed price of \$0.05 per share to Max Mind to settle indebtedness owing to Max Mind of \$400,748 (US\$314,831.07) representing advances previously made to the Company by Max Mind plus accrued and unpaid interest thereon. Upon completion of the debt settlement, Max Mind owns approximately 14.1% of the 56,994,069 common shares of the Company now outstanding. All shares issued under the debt settlement transaction are subject to a 4-month hold period.

About Mezzotin Minerals Inc.

Mezzotin Minerals Inc. is a junior exploration company listed on the TSX Venture Exchange in Canada.

The Company is engaged in the exploration of mineral properties in Zimbabwe and holds exploration permits and mining claims known as the Sabi Star project covering approximately 2,348 hectares which has been optioned and is under contract for sale to Max Mind Investments (Zimbabwe) (Private) Limited. The project is located in Eastern Zimbabwe approximately 150 kilometres from Harare, the capital of Zimbabwe, and approximately 250 kilometres from the border of South Africa. The project is located on the Odzi Gold Belt, a known mineralization belt having historically produced gold, copper, tin, tantalum, niobium and diamonds.

For additional information please contact:

Lawrence Schreiner
Chief Financial Officer
Mezzotin Minerals Inc.
Tel. 416-496-3077
lschreiner@manbancorp.com

Neither 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.