

Form 51-102F3

**MATERIAL CHANGE REPORT**

**Item 1 Name and Address of Company**

**Trueclaim Exploration Inc.** (the "Company")  
Suite 1400 - 1111 West Georgia Street  
Vancouver, BC V6E 4M3

**Item 2 Date of Material Change**

September 12, 2016

**Item 3 News Release**

The Company's News Release dated September 12, 2016 was disseminated through the facilities of Stockwatch and Market News.

**Item 4 Summary of Material Change**

The Company announced that it has completed its previously announced acquisition of all of the securities of North Skye Resources Ltd. ("NSR"), a private Ontario company, by way of a three-cornered amalgamation in connection with which NSR amalgamated with 2501318 Ontario Inc., a wholly-owned subsidiary of the Company, and the Company issued an aggregate of 6,720,776 common shares in the capital of the Company (each, a "Trueclaim Share") to the NSR shareholders on the basis of one Trueclaim Share for every 3 common shares of NSR outstanding prior to the closing (other than NSR shares held by the Company).

**Item 5 Full Description of Material Change**

See Item 4 above and the attached News Release for a full description of the Material Change.

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

Not applicable.

**Item 7 Omitted Information**

Not applicable.

**Item 8 Executive Officer**

Please contact Byron Coulthard, Chief Executive Officer and President of the Company, at 604.657.7004.

**Item 9 Date of Report**

Dated: September 12, 2016

TRUECLAIM EXPLORATION INC.  
*Suite 575 - 510 Burrard Street*  
*Vancouver, BC V6C 3A8*

September 12, 2016

TSX.V Symbol: TRM

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TRUECLAIM EXPLORATION ANNOUNCES COMPLETION OF  
ACQUISITION OF NORTHERN SKYE RESOURCES

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**Vancouver, BC - TRUECLAIM EXPLORATION INC.** ("Trueclaim") is pleased to announce it has completed its previously announced acquisition of all of the securities of Northern Skye Resources Ltd. ("NSR"), a private Ontario company (the "Transaction"), by way of a three-cornered amalgamation in connection with which NSR amalgamated with 2501318 Ontario Inc., a wholly-owned subsidiary of Trueclaim, and Trueclaim issued an aggregate of 6,720,776 common shares in the capital of Trueclaim (each, a "Trueclaim Share") to the NSR shareholders on the basis of one Trueclaim Share for every 3 common shares of NSR outstanding prior to the closing (other than NSR shares held by Trueclaim).

Trueclaim believes completion of the Transaction will be a significant step forward in its plan to become a project generator, through the indirect acquisition of NSR's two material properties, the Berry-Desboues Property and the Hebecourt Property.

The Berry-Desboues Property, located in Northern Quebec, is comprised of 421 hectares. NSR has spent approximately \$1 million in exploration on the property, including nine holes that were recently drilled as part of a 1,600 metre drill program. All new and existing data has been put into a 3-D model for resource modeling. It is Trueclaim's plan to seek to obtain a resource estimate with respect to the Berry-Desboues Property this year, subject to availability of financing.

The Hebecourt Property is also located in Quebec, in Hebecourt Township, and comprises 2,632 hectares, approximately 50 km from Rouyn/Noranda and contiguous with part of the Fabie Maquasi mine, which last operated in 2009. NSR has spent approximately \$1 million in expenditures on the Hebecourt Property, which includes completion of a technical report, diamond drilling and geo-physics.

Both of these additions to Trueclaim's asset base are believed to represent key elements to its plan to become a project generator. Trueclaim is planning to advance these properties, then sell or joint venture its interest in them to companies looking for near

term production assets, in a manner similar to its other properties that are currently joint ventured.

**TRUECLAIM EXPLORATION INC.**

Per: "Byron Coulthard"  
Byron Coulthard  
President & CEO  
604.657.7004

*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.*

***Disclaimer for Forward-Looking Information***

*Certain statements in this release are forward-looking statements, which reflect the expectations of management regarding the Transaction. Forward-looking statements consist of statements that are not purely historical, including any statements regarding beliefs, plans, expectations or intentions regarding the future, and include discussion of Trueclaim's plans with respect to the NSR properties. Such statements are subject to risks and uncertainties that may cause actual results, performance or developments to differ materially from those contained in the statements. No assurance can be given that any of the events anticipated by the forward-looking statements will occur or, if they do occur, what benefits Trueclaim will obtain from them. These forward-looking statements reflect managements' current views and are based on certain expectations, estimates and assumptions which may prove to be incorrect. A number of risks and uncertainties could cause actual results to differ materially from those expressed or implied by the forward-looking statements, including: an inability to obtain financing necessary to conduct planned exploration programs; an inability to identify and complete transactions with potential joint venture or other partners; and other factors beyond Trueclaim's control. These forward-looking statements are made as of the date of this news release and Trueclaim assumes no obligation to update these forward-looking statements, or to update the reasons why actual results differed from those projected in the forward-looking statements, except in accordance with applicable securities laws.*