

51-102F3

Material Change Report

1. **Name and Address of Company**

Trueclaim Exploration Inc.
c/o Sharon Lewis Consulting
Suite 404, 999 Canada Place
Vancouver, B.C. V6C 3E2

2. **Date of Material Change**

November 6, 2017

3. **News Release**

The news release dated November 6, 2017 was disseminated via the Stockwatch and Market News..

4. **Summary of Material Change**

Trueclaim Exploration Enters into LOI to Acquire New Ruby Mining Corp.

5. **Full Description of Material Change**

5.1 Full Description of Material Change

See attached

5.2 Disclosure for Restructuring Transactions

Not applicable

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

Not applicable

7. **Omitted Information**

Not applicable

8. **Executive Officer**

For further information, contact
Byron Coulthard
President & CEO
Telephone: 604-657-7004

9. **Date of Report**

November 6, 2017

TRUECLAIM EXPLORATION INC.
404 – 999 Canada Place
Vancouver, BC V6C3E2

November 6, 2017

TSX.V Symbol: TRM

TRUECLAIM ENTERS INTO LOI TO ACQUIRE NEW RUBY MINING CORP.

TRUECLAIM EXPLORATION INC. – (TSX.V TRM, the “**Company**”, “**Trueclaim**”) is pleased to announce that it has entered into a Letter of Intent to acquire all of the outstanding common shares of New Ruby Mining Corp. (New Ruby).

TRM currently has approximately 3.3 million common shares outstanding.

The terms of the transaction are as follows

1. TRM complete the financing announced on October 23, 2017 for up to \$2 million (20 million units at \$0.10 per share with a warrant for one additional share at \$0.15 exercisable for 18 months) (the “**Financing**”).
2. Each New Ruby share will be exchanged for one common share of Trueclaim on closing of the **Financing**. There are currently 15,152,000 New Ruby common shares outstanding.
3. Upon closing the Board of Directors of TRM shall consist of up to six directors all of whom shall be nominated by TRM.
4. The parties intend to enter a definitive agreement in respect of the transaction by November 30, 2017.
5. It is anticipated that the transaction will close by December 6, 2017.
6. The transaction is subject to completion of the **Financing**, Regulatory Approvals including TSX-V, and other mutual conditions precedent customary for a transaction of this nature.

About New Ruby

New Ruby holds a 100% interest in three past producing gold and silver mining properties in Arizona.

For further information go to the New Ruby corporate website at www.newrubymining.com

About Trueclaim

Trueclaim currently has interest in four exploration stage properties. Two properties, the Scadding gold property in Sudbury ON and the Buckeye silver property in Arizona are currently under a joint venture agreement with Northern Sphere Mining Corp. CSE: NSM; OTC; NSMCF. The other two are Quebec properties, the Berry Desboues gold property and the Hebecourt VMS property are 100% owned through Trueclaim’s wholly owned subsidiary Northern Skye Resources Ltd.

Byron Coulthard, CEO of Trueclaim states “we are very pleased to bring the New Ruby assets and team together with Trueclaim and to embark on new mining opportunities.”

TRUECLAIM EXPLORATION INC.

Per: “*Byron Coulthard*”

Byron Coulthard President

& CEO 604.657.7004

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