

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**

January 2, 2018

3. **News Release**

The news release dated January 2, 2018 was disseminated via the Stockwatch and Market News..

4. **Summary of Material Change**

Trueclaim Exploration Enters announces Private Placement.

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**

January 2, 2018

TRUECLAIM EXPLORATION INC.
Suite 404 – 999 Canada Place
Vancouver, BC V6C 3E2

TSX.V Symbol: TRM

PRIVATE PLACEMENT

Toronto (January 2, 2018) TRUECLAIM EXPLORATION INC. – (the “**Company**”) is pleased to announce the non-brokered private placement (the “**Private Placement**”) of up to 30,000,000 units (“**Units**”, each a “**Unit**”), priced at \$0.10 per Unit, for total gross proceeds of up to \$3,000,000. Each Unit consists of one common share and one common share purchase warrant (a “**Warrant**”) of the Company. Each Warrant is exercisable at \$0.12 for 60 months from closing. The Units will be subject to a 4 month hold period, and the Private Placement is subject to TSX Venture Exchange approval. Finder’s Fees may be paid. Proceeds from this financing will be used by the Company for general corporate purposes.

TRUECLAIM EXPLORATION INC.

Per: “*Byron Coulthard*” Byron Coulthard,
President & CEO 604.657.7004

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