

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Minera IRL Limited (the “**Company**”)
Av. Santa Cruz 830, Of. 401
Miraflores, Lima 18
Peru

Item 2 Date of Material Change

June 1, 2023

Item 3 News Release

The news release dated June 1, 2023 was disseminated through GlobeNewswire.

Item 4 Summary of Material Change

On and effective as of June 1, 2023, Carlos Ruiz de Castilla resigned from the office of Chief Financial Officer (“**CFO**”) of the Company. While the Company searches for a qualified candidate to fill the position on a permanent basis, Mr. Jorge Armas, who until this appointment served as the Corporate and Finance Manager of the Company’s Peruvian subsidiary Minera IRL S.A., was appointed interim CFO, also effective June 1, 2023. Mr. Armas is a Certified Public Accountant who holds a bachelor’s degree in accounting and finance with more than 30 years of accounting and audit experience in the mining and oil and gas sectors.

Item 5 Full Description of Material Change.

5.1 Full Description of Material Change

The material change is fully described in Item 4 above and in the News Release filed on SEDAR at www.sedar.com.

5.2 Disclosure for Restructuring Transactions

N/A

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

N/A

Item 7 Omitted Information

None

Item 8 Executive Officer

Diego Benavides, Chief Executive Officer, +51 1 418-1230

Item 9 Date of Report

June 8, 2023