

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1: Name and Address of Reporting Issuer

American Pacific Mining Corp. (the “Company”)
Suite 910-510 Burrard Street
Vancouver, BC V6C 3A8

Item 2: Date of Material Change

June 8, 2021.

Item 3: News Release

A news release was issued and disseminated on June 8, 2021 and filed on SEDAR (www.sedar.com).

Item 4: Summary of Material Changes

The Company announced that it has closed its non-brokered private placement (the “Private Placement”) issuing a total of 8,181,964 units (the “Units”) at CAD\$0.125 per Unit for total gross proceeds of \$1,022,746 with a strategic investor, Michael Gentile, CFA. See Item 5 for full details.

Item 5: Full Description of Material Change

The Company announced that it has closed its non-brokered private placement (the “Private Placement”) issuing a total of 8,181,964 units (the “Units”) at CAD\$0.125 per Unit for total gross proceeds of \$1,022,746 with a strategic investor, Michael Gentile, CFA.

Each Unit is comprised of one common share (a “Share”) and one transferable common share purchase warrant (a “Warrant”), with each Warrant entitling the holder to purchase one additional Share of the Company at a price of \$0.16 per Share for a period of two years.

All securities issued will be subject to a four month hold period pursuant to securities laws in Canada.

The Company intends to use the proceeds from the Private Placement for exploration of the Company’s portfolio of resource properties and for general working capital. No finder’s fees were paid in connection with the Private Placement.

Calculated on a partially-diluted basis (i.e., assuming full exercise of all Warrants and no other issuances of Shares by the Company), Mr. Gentile now owns 19.99% of the Company’s issued and outstanding Shares.

The Company also announces that, subsequent to the announcement of the Private Placement, it has received aggregate proceeds of \$1,474,766 from the exercise of 7,364,692 Warrants.

22,343,735 Warrants remain outstanding with strike prices of \$0.20 and \$0.25 expiring on November 22, 2021 and December 25, 2021, which could potentially generate an additional \$4,714,515.80 in cash proceeds if fully exercised.

Following closing of the Private Placement the Company is in a strong financial position with over \$3,432,757 in cash.

Michael Gentile, CFA

From 2003 to 2018 he worked as a professional money manager at Formula Growth Ltd., an independent investment management firm established in Montreal in 1960. While at Formula Growth, Mr. Gentile’s main sector focuses were in mining and natural resources. In 2012, he became the co- manager of the Formula Growth Alpha Fund, a market neutral hedge fund focused on small to mid-cap equities. In October 2018, Mr. Gentile retired from full time money management to be able to spend more time with his family. Subsequently, he has remained a very active and strategic investor in the junior mining sector owning significant top 5 stakes in over 15 small cap-mining companies. Michael is currently a strategic advisor to Arizona Metals (AMC-V) and a director of Northern Superior Resources (SUP-V), Roscan Gold (ROS-V), Radisson Mining Resources (RDS-V) and Solstice Gold (SGC-V).

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

Not applicable.

Item 7: Omitted Information

None.

Item 8: Executive Officer

Warwick Smith, CEO

Contact Kristina Pillon, President, High Tide Consulting Corp., 604.908.1695 / Kristina@americanpacific.ca

Item 9: Date of Report

June 8, 2021.