

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

**ITEM 1. NAME AND ADDRESS OF COMPANY**

Panther Minerals Inc. (the "**Company**")  
1090 West Georgia Street, Suite 600  
Vancouver, BC V6E 3V7

**ITEM 2. DATE OF MATERIAL CHANGE**

June 6, 2024

**ITEM 3. NEWS RELEASE**

Issued on June 6, 2024 and distributed through the facilities of Cision and on the Company's SEDAR+ page.

**ITEM 4. SUMMARY OF MATERIAL CHANGE**

The Company announced that it has closed the second and final tranche of its previously announced non-brokered private placement (the "**Final Tranche**"), whereby the Company has completed the issuance of 3,741,750 common shares (each, a "**Share**") at a price of \$0.20 per Share for gross proceeds of C\$748,350.00.

**ITEM 5.1 FULL DESCRIPTION OF MATERIAL CHANGE**

Please see the attached news release.

**ITEM 5.2 DISCLOSURE FOR RESTRUCTURING TRANSACTION**

Not applicable.

**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**

Contact: Robert Birmingham, Chief Executive Officer  
Telephone: (604) 416-0569

**ITEM 9. DATE OF REPORT**

June 6, 2024