

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

Item 1: Name and Address of Reporting Issuer

Sassy Resources Corporation
804-750 West Pender Street
Vancouver, BC V6C 2T7

Item 2: Date of Material Change

February 18, 2020.

Item 3: News Release

News release were issued and disseminated on February 19, 2020 and filed on SEDAR at www.sedar.com.

Item 4: Summary of Material Changes

The Company announced that, further to the news releases of Crystal Lake Mining Corporation (“**Crystal Lake**”) dated January 13, 2020, January 28, 2020 and February 11, 2020, the statutory arrangement under a plan of arrangement (the “**Arrangement**”) has closed effective February 18, 2020 (the “**Effective Date**”).

Item 5: Full Description of Material Change

The Company announced that, further to the news releases of Crystal Lake Mining dated January 13, 2020, January 28, 2020 and February 11, 2020, the Arrangement has closed on the Effective Date.

Completion of the Arrangement, as set forth in the arrangement agreement and plan of arrangement dated July 25, 2019 (the “**Arrangement Agreement**”), entered into between the Company and Sassy Resources, was approved by the shareholders of Crystal Lake (the “**CLM Shareholders**”) on September 30, 2019, by a Final Order granted by the Supreme Court of British Columbia on October 3, 2019, in accordance with Part 9 of the *Business Corporations Act* (British Columbia), and accepted by the TSX Venture Exchange (the “**TSXV**”).

Pursuant to the Arrangement Agreement and on the Effective Date, the following occurred:

- (a) Crystal Lake distributed 10,000,000 common shares of Sassy Resources (the “**Spinco Shares**”) to the CLM Shareholders on a pro rata basis. The CLM Shareholders received 0.066708 Spinco Shares for every one common share of Crystal Lake held as at February 10, 2020, being the share distribution record date;
- (b) Crystal Lake transferred the assets to Sassy Resources, which assets are described in the Company’s management information circular dated August 23, 2019, which was filed on SEDAR at www.sedar.com on September 3, 2019 under the Company’s SEDAR profile;
- (c) Sassy Resources became a reporting issuer in the Provinces of British Columbia and Alberta; and
- (d) Crystal Lake retained its working capital for its assets, and remains listed on the TSXV and continues to trade under the trading symbol, CLM, as a junior exploration company.

In addition to the completion of the Arrangement, Sassy Resources has issued the following securities:

- (a) Sassy Resources completed the conversion of 5,000,000 special warrants into 5,000,000 Spinco Shares and 5,000,000 transferable common share purchase warrants (the “**Spinco Warrants**”), with each Spinco Warrant entitling the holder to purchase one additional Spinco Share at an exercise price of \$0.10 per Spinco Share until July 17, 2021;
- (b) Sassy Resources issued 250,000 Spinco Shares at a price of \$0.1875 per Spinco Share to Lorne Warren pursuant to an amended binding letter of intent dated November 12, 2019 (which was filed on SEDAR on November 21, 2019), entered into among Mr. Warren, Crystal Lake and Sassy Resources with respect to the acquisition of the Foremore claims located to the northern boundary of Crystal Lake’s 551 sq. km Newmont Lake Project in Northwest BC’s Eskay Camp; and

- (c) Sassy Resources issued 950,000 Spinco Shares at a price of \$0.25 per Spinco Share pursuant to private placements that completed on October 4, 2019, November 20, 2019 and January 3, 2020.

The CUSIP number for the Spinco Shares is 803870104, and the ISIN is CA8038701048.

As of the Effective Date, the board of directors, officers and audit committee (the “**Audit Committee**”) members of Sassy Resources are as follows:

Name of Director or Officer:	Position(s) with Sassy Resources:
Mark Scott	CEO and Director
Richard Savage	President and Director
Alphonse J. Ruggiero	CFO, Director and Audit Committee Member
Kristine Frost	Corporate Secretary
Wally E. Boguski	Director, Chair of Audit Committee
Dave Ellett	Director, Audit Committee Member

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

For further information, please contact:

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Item 9: Date of Report

February 21, 2020.