

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

**Item 1: Name and Address of Reporting Issuer**

Sassy Resources Corporation (the “Company” or “Sassy”)  
804-750 West Pender Street  
Vancouver, BC V6C 2T7

**Item 2: Date of Material Change**

November 18, 2020.

**Item 3: News Release**

A news release was issued and disseminated on November 18, 2020 and filed on SEDAR at [www.sedar.com](http://www.sedar.com).

**Item 4: Summary of Material Changes**

The Company announced that it is accelerating the acquisition of the Foremore Gold-Silver Project in Northwest British Columbia, as further described in Item 5 below.

**Item 5: Full Description of Material Change**

The Company announced that it has signed an Option Exercise Agreement to accelerate the completion of its option to acquire 100% of the Foremore Gold-Silver Project in Northwest British Columbia’s prolific Eskay Camp

Under the original 2019 Binding LOI (“option agreement”) between the parties, Sassy was eligible to acquire its 100% interest in the Foremore Gold-Silver Project over a five-year period, through assessment expenditures totalling at least \$1.2M, cash payments to the claim owners totalling \$310,000 and the issuance of 1,250,000 shares in the Company. Under this original option agreement, \$110,000 total cash has been paid and 500,000 total shares have previously been issued to the claim owners in 2019 and 2020. The Company’s maiden exploration program on the Foremore Gold-Silver Project in 2020 satisfied the assessment expenditure requirement (\$1.2M) under the original option agreement.

Under the terms of the Option Exercise Agreement, Sassy will immediately pay the claim owners \$175,000 cash and simultaneously issue the claim owners the remaining 750,000 shares in the Company. The Company will benefit from a \$25,000 reduction in the total cash payment in return for early payment. Half (375,000) of the Sassy shares issued to the claim owners will be subject to a four-month hold; the remaining half (375,000) of the Sassy shares issued to the claim owners will be subject to an eight-month hold. The claim owners retain a 3.0% NSR on the Foremore Property claims specified in the original option agreement, subject to the repurchase provisions defined in the agreement, under which Sassy may at any time repurchase 2.5% of the NSR under the terms defined in the Binding LOI.

All dollar figures in this news release are expressed in Canadian dollars.

**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**

November 20, 2020