

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

Item 1: Name and Address of Reporting Issuer

Sassy Resources Corporation (the “Company” or “Sassy”)
Suite 400 – 1681 Chestnut Street
Vancouver, BC V6J 4M6

Item 2: Date of Material Change

February 7, 2022.

Item 3: News Release

A news release was issued and disseminated on February 10, 2022 and filed on SEDAR at www.sedar.com.

Item 4: Summary of Material Changes

The Company announced it has completed the definitive option agreement (the “Agreement”) for the Highrock Uranium Project in Saskatchewan, as further described in Item 5 below.

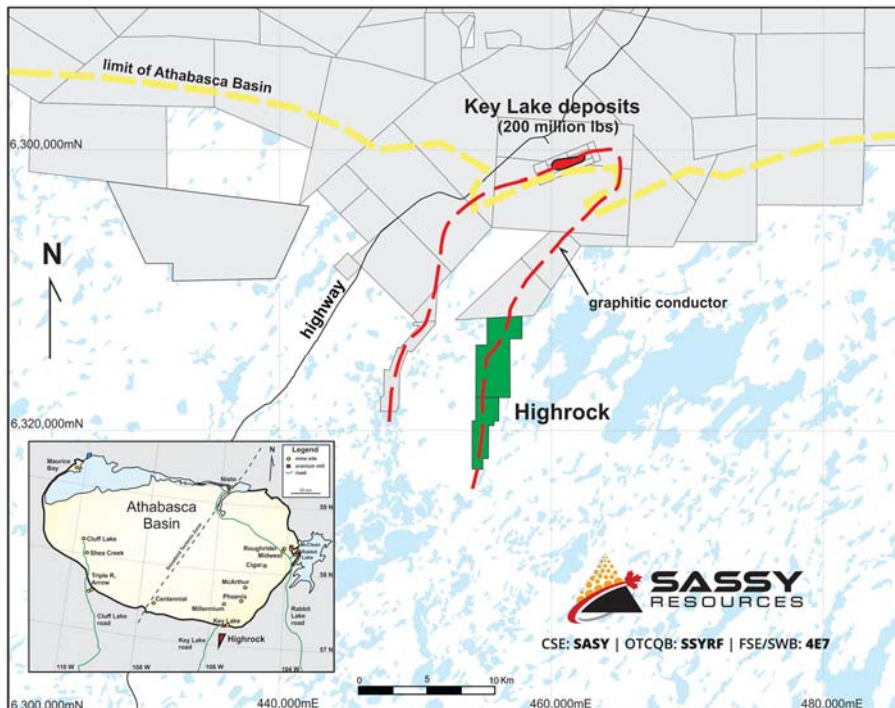
Item 5: Full Description of Material Change

The Company announced that it has completed the Agreement for the Highrock Uranium Project in Saskatchewan, south of Cameco’s Key Lake site, with project operator Forum Energy Metals Corp. (refer to January 6, 2022 news release).

Mobilization for access to the Highrock drill sites by a winter haul road is in progress with the start of drilling anticipated this month.

As announced January 6, 2022, Sassy signed a binding Letter of Intent (the “LOI”) with Forum Energy Metals to acquire up to 100% of Highrock on terms spread out over four years. The definitive option agreement further details the terms originally outlined in the LOI.

Highrock Project Location Map



The Deal

- Sassy paid Forum \$50,000 cash upon signing of the binding LOI. Sassy has paid Forum an additional \$50,000 cash and 250,000 Sassy shares on signing of the definitive option agreement. The Agreement between Sassy and Forum describes a staged earn-in under which Sassy will initially acquire a 20% interest in Highrock by making the cash and share payments listed above and completing \$1,000,000 in exploration expenditures during 2022. To date, Sassy has contributed \$300,000 to the fully funded 2022 exploration program;
- Sassy can earn an additional 31% interest (**51% total**) by paying \$50,000 cash and 250,000 shares on or about January 2, 2023, and by providing \$1,000,000 in exploration funding for 2023;
- Sassy can earn an additional 19% interest (**70% total**) by paying \$50,000 cash, 250,000 shares on or about January 2, 2024 and providing \$1,500,000 in exploration funding for 2024;
- The final 30% interest in the Property (**100% total**) may be acquired by Sassy by paying Forum \$150,000 in cash and 3,000,000 shares on or before December 31, 2025;
- **In total, to acquire 100% of Highrock, Sassy will pay \$350,000 in cash, issue 3,750,000 shares and provide up to \$3,500,000 in exploration funding over four years between January 3, 2022, and December 31, 2025.** Should the project advance to this stage, Sassy will pay Forum \$1,000,000 on delivery of a Feasibility Study and a further \$3,000,000 on commencement of commercial production. Forum maintains a 1% NSR on Highrock, half of which (0.5%) can be purchased by Sassy prior to the commencement of commercial production for the sum of \$1,000,000. A 1% NSR on the north claim (S-113362) is shared by third parties, half of which (0.5%) may be purchased by Sassy for the sum of \$1,000,000. A 2% NSR on the south claim (MC00013262) is held by a third party and at present is not subject to a repurchase clause;
- Forum Energy Metals will act as project operator for 2022 and 2023 and may do so at Sassy's option in 2024.

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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 Director*
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Item 9: Date of Report

February 10, 2022.