

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

Item 1 Name and Address of Company

Temas Resources Corp.
890 - 1140 West Pender Street
Vancouver, British Columbia V6E 4G1
(the “**Company**” or “**Temas**”)

Item 2 Date of Material Change

September 23, 2020

Item 3 News Release

The news release was disseminated on September 28, 2020 through Business Wire and filed on SEDAR.

Item 4 Summary of Material Change

The Company announced it had closed its previously announced acquisition of a 100% interest in the La Blache property (the “**La Blache Property**”) in Cote-Nord, Quebec in consideration for 20,000,000 common shares of the Company and a cash payment of \$60,000 (the “**Transaction**”).

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Company announced it had closed the Transaction. Pursuant to the Transaction, Temas acquired a 100% interest in the La Blache Property by issuing an aggregate of 20,000,000 common shares (the “**Payment Shares**”), paying \$60,000 to the vendors and delivering a net smelter returns royalty (the “**NSR Royalty**”) of 2%. Temas will have the right to repurchase one-half of the NSR Royalty (being 1%) for \$2,500,000 at any time.

The Payment Shares will be subject to pooling restrictions as follows: 25% will be released from pool on the date that is six months after the closing of the Transaction, and 75% of the Payment Shares will be released from pool on the date that is 12 months after such date.

Disclosure Required by MI 61-101

The Transaction constitutes a “related party transaction” as defined within the meaning of Multilateral Instrument 61-101 Protection of Minority Security Holders in Special Transactions (“**MI 61-101**”) as Kyler Hardy, the Chief Executive Officer and a director of the Company, is also a director of Cloudbreak and director, officer and controlling shareholder of Cronin.

Further details with respect to the Transaction and the disclosure required by MI 61-101 can be found in the Company’s material change report dated June 26, 2020, the information circular dated July 24, 2020 and the news release dated August 27, 2020, all as filed on SEDAR.

June

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

For further information, contact:

David Robinson
Chief Financial Officer
Telephone: 604-428-9480

Item 9 Date of Report

October 1, 2020