

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Black Shield Metals Corp. (the “Company”)
Suite 1430 – 800 West Pender Street
Vancouver, BC V6C 2V6

Item 2. Date of Material Change

September 26, 2021

Item 3. News Release

News Release dated September 30, 2021

Item 4. Summary of Material Change

The Company announced that, on September 26, 2021, it has completed the flying airborne geophysical survey on the Carbonate Hosted Gold Project (the “CHG Project”), which is phase I of the Company’s exploration program (“Phase I”).

Pursuant to the Company’s stock option plan dated for reference September 18, 2020 (the “Option Plan”), the Company has granted 495,000 incentive stock options (the “Options”) to two consultants of the Company to purchase an aggregate 495,000 common shares in the capital of the Company (“Common Shares”) at a price of \$0.20 per Common Share for a period of five (5) years from the date of grant.

The Company also adopted a Restricted Share Units Plan (the “RSU Plan”), subject to shareholder approval of the RSU Plan.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

Phase 1 of Exploration Program

On September 26, 2021, the Company completed Phase I on the CHG Project. The CHG Project is located northwest of the town of Clinton, in south-central British Columbia. The program consisted of a helicopter-borne geophysical survey of approximately 335 line-kms over a block of area in the property. The survey was performed by Geotech Ltd. using its Versatile Time-Domain Electromagnetic (VTEM™) geophysical system. The VTEM™ Time Domain EM system is excellent for locating discrete conductive anomalies as well as mapping lateral and vertical variations in resistivity which will be valuable in identifying potential targets for ground follow-up works.

Stock Option Grant

On September 30, 2021, the Company granted an aggregate of 495,000 Options to two consultants of the Company to purchase an aggregate of 495,000 Common Shares pursuant to the Option Plan. The Options

are exercisable at an exercise price of \$0.20 per Common Share for a period of five (5) years from the date of grant.

Restricted Share Units Plan

The Company has also adopted the 10% rolling RSU Plan. Under the RSU Plan, restricted share units (“RSUs”) may be granted to directors, officers, employees and consultants. The RSU Plan permits the Company to either redeem RSUs for cash or issue common shares of the Company from treasury to satisfy all or any portion of a vested RSU award. The maximum number of common shares of the Company which are issuable upon the redemption of all RSUs under the RSU Plan is 10% of the issued and outstanding common shares of the Company on the time of issuance in accordance with the policies of the Canadian Securities Exchange. The RSU Plan remains subject to shareholder approval.

For further information, please contact Mr. Fred Tejada or view the Company’s filings at www.sedar.com.

5.2 Disclosure for Restructuring Transactions

Not applicable.

Item 6. Reliance on subsection 7.1(2) of National Instrument 51–102

Not applicable.

Item 7. Omitted Information

None.

Item 8. Executive Officers

The following senior officer of the Company is knowledgeable about the material change and this Material Change Report and may be contacted:

Fred Tejada
Chief Executive Officer and Director
Tel: 604.363.0411
E-mail: fredtejada@gmail.com

Item 9. Date of Report

September 30, 2021