

51-102F3
MATERIAL CHANGE REPORT

Item 1 **Name and Address of Company**

Quebec Silica Resources Corp. (the “Company”)
1100 1100 Melville Street
Vancouver, BC V6E 2V6

Item 2 **Date of Material Change**

April 28, 2021

Item 3 **News Release**

The news release was disseminated by Newsfile on April 28,2021.

Item 4 **Summary of Material Change**

Quebec Silica Resources Corp. has entered into an agreement to acquire a 100-per-cent interest in additional mineral claims located near its Charlevoix Silica property in the Lac-Pikauba municipality of Quebec, Canada, approximately 40 kilometres (km) north of Baie-Saint Paul. The newly acquired Roche Blanche property consists of seven contiguous mining claims covering a total area of 404.81 hectares.

Item 5 **Full Description of Material Change**

5.1 **Full Description of Material Change**

Quebec Silica Resources Corp. has entered into an agreement to acquire a 100-per-cent interest in additional mineral claims located near its Charlevoix Silica property in the Lac-Pikauba municipality of Quebec, Canada, approximately 40 kilometres (km) north of Baie-Saint Paul. The newly acquired Roche Blanche property consists of seven contiguous mining claims covering a total area of 404.81 hectares.

The Roche Blanche property is approximately 1.3 km along a geological strike from the company's flagship Charlevoix property. The high-grade silica formation, known as the Quartzite du Petit lac Malbaie, is actively mined by neighbouring operators and is mapped to extend though the Charlevoix property and through the new Roche Blanche property.

"The Quebec Silica team is pleased to continue expanding our land position and look forward to an aggressive exploration season on our assets this year. This acquisition is another step towards achieving our goal of supplying high-

grade silica for use in advanced battery technology," said Raymond Wladichuk, chief executive officer.

Cautionary statement: Investors are cautioned that the above information is taken from publicly available sources, specifically from the Quebec Ministry of Energy and Mines (MERN) database. The company has not been able to independently verify the information contained. The information is not necessarily indicative of the mineralization on the property, which is the subject of this news release. The company will need to conduct exploration to confirm historical mineralization reported on the property. There is no guarantee that significant discoveries will be made as a result of its exploration efforts.

Transaction details

Quebec Silica acquired the mineral claims comprising the Roche Blanche property from a group of arm's-length parties pursuant to a property purchase agreement dated April 26, 2021. Under the agreement, Quebec Silica will acquire its 100-per-cent interest in the Roche Blanche property by issuing an aggregate of four million common shares, at a deemed issued price of 10 cents, on the effective date. Certain sellers will retain a 2-per-cent net smelter return (NSR) from any future production. Quebec Silica has the right to reduce the 2-per-cent NSR to a 1-per-cent NSR by paying \$1-million.

The issuance of the common shares is subject to obtaining all required regulatory approvals, including that of the Canadian Securities Exchange. The common shares will be subject to a hold period of four months and one day from their date of issuance.

Mr. Wladichuk, PGeo, chief executive officer of Quebec Silica and a qualified person for National Instrument 43-101 (Standards of Disclosure for Mineral Projects) has reviewed and approved the scientific and technical information contained in this news release.

About Quebec Silica Resources Corp.

Quebec Silica is a mineral exploration company focused on the acquisition and exploration of mineral resource properties with an emphasis on the Charlevoix Silica property located near Clermont, Que., Canada.

5.2 Disclosure for Restructuring Transactions

N/A

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

N/A

Item 7 **Omitted Information**

None

Item 8 **Officer**

Elyssia Patterson, 778-683-4324

Item 9 **Date of Report**

May 7, 2021

QUEBEC SILICA ACQUIRES ADDITIONAL CLAIMS IN QUEBEC, CANADA

April 28, 2021, Vancouver, British Columbia – Quebec Silica Resources Corp. (CSE: QTZ) ("Quebec Silica" or the "Company") is pleased to announce that it has entered into an agreement to acquire a 100% interest in additional mineral claims located near its Charlevoix Silica Property in the Lac-Pikauba Municipality of the Province of Quebec, Canada, approximately 40 km north of Baie-Saint Paul. The newly acquired Roche Blanche Property consists of seven contiguous mining claims covering a total area of 404.81 hectares.

The Roche Blanche Property is approximately 1.3 km along a geological strike from the Company's flagship Charlevoix property. The high-grade silica formation, known as the Quartzite du Petit lac Malbaie, is actively mined by neighbouring operators and is mapped to extend through the Charlevoix property and through the new Roche Blanche Property.

"The Quebec Silica team is pleased to continue expanding our land position, and look forward to an aggressive exploration season on our assets this year. This acquisition is another step towards achieving our goal of supplying high grade silica for use in advanced battery technology." – *Raymond Wladichuk, CEO.*

Cautionary Statement: Investors are cautioned that the above information is taken from publicly available sources, specifically from the Quebec Ministry of Energy and Mines (MERN) database. The Company has not been able to independently verify the information contained. The information is not necessarily indicative of the mineralization on the property, which is the subject of this news release. The Company will need to conduct exploration to confirm historical mineralization reported on the property. There is no guarantee that significant discoveries will be made as a result of its exploration efforts.

Transaction Details

Quebec Silica acquired the mineral claims comprising the Roche Blanche Property from a group of arm's length parties pursuant to a property purchase agreement dated April 26, 2021 (the "**Effective Date**"). Under the agreement, Quebec Silica will acquire its 100% interest in the Roche Blanche Property by issuing an aggregate of 4,000,000 common shares, at a deemed issued price of \$0.10, on the Effective Date. Certain sellers will retain a 2.0 % NSR from any future production. Quebec Silica has the right to reduce the 2.0% NSR to a 1.0% NSR by paying \$1,000,000.

The issuance of the common shares is subject to obtaining all required regulatory approvals, including that of the CSE. The common shares will be subject to a "hold" period of four months and one day for their date of issuance.

Raymond Wladichuk, P.Geo., CEO of Quebec Silica, and a "Qualified Person" for National Instrument 43-101 - *Standards of Disclosure for Mineral Projects* has reviewed and approved the scientific and technical information contained in this news release.

About Quebec Silica Resources Corp.

Quebec Silica is a mineral exploration company focused on the acquisition and exploration of mineral resource properties with an emphasis on the Charlevoix Silica Property located near Clermont, Quebec, Canada.

Additional information on Quebec Silica. is available at www.quebecsilica.com.

On Behalf of the Board of Directors,

QUEBEC SILICA RESOURCES CORP.

"Raymond Wladichuk, P.Geo."

Chief Executive Officer

For further information, please contact:

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Neither the Canadian Securities Exchange nor its Regulation Services Provider (as that term is defined in the CSE policies) accepts responsibility for the adequacy or accuracy of this news release and has neither approved nor disapproved the contents of this news release.

Forward-Looking Statements

This news release contains statements that constitute "forward-looking statements". Such forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause Quebec Silica's actual results, performance or achievements, or developments in the industry to differ materially from the anticipated results, performance or achievements expressed or implied by such forward-looking statements. Forward-looking statements are statements that are not historical facts and are generally, but not always, identified by the words "expects," "plans," "anticipates," "believes," "intends," "estimates," "projects," "potential" and similar expressions, or that events or conditions "will," "would," "may," "could" or "should" occur.

Although Quebec Silica believes the forward-looking information contained in this news release is reasonable based on information available on the date hereof, by their nature, forward-looking

statements involve assumptions, known and unknown risks, uncertainties and other factors which may cause our actual results, performance or achievements, or other future events, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements.

Examples of such assumptions, risks and uncertainties include, without limitation, assumptions, risks and uncertainties associated with general economic conditions; the Covid-19 pandemic; adverse industry events; future legislative and regulatory developments in the mining sector; the Company's ability to access sufficient capital from internal and external sources, and/or inability to access sufficient capital on favorable terms; mining industry and markets in Canada and generally; the ability of Quebec Silica to implement its business strategies; competition; and other assumptions, risks and uncertainties.

The forward-looking information contained in this news release represents the expectations of the Company as of the date of this news release and, accordingly, is subject to change after such date. Readers should not place undue importance on forward-looking information and should not rely upon this information as of any other date. While the Company may elect to, it does not undertake to update this information at any particular time except as required in accordance with applicable laws.