

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

Item 1 Name and Address of Company

Silver Hammer Mining Corp. (the “Company” or “Silver Hammer”)
Suite 206 – 595 Howe Street
Vancouver, British Columbia V6C 2T5

Item 2 Date of Material Change

November 23, 2022

Item 3 News Release

A news release announcing the material change was disseminated on November 23, 2022 and was subsequently filed on SEDAR at www.sedar.com.

Item 4 Summary of Material Change

The Company announced the appointment of a long term strategic advisor and supporter of the Company, Warwick Smith, as the Company’s new Interim President and Interim CEO, effective immediately.

Item 5 Full Description of Material Change

5.1 The Company announced the appointment of Warwick Smith as the Company’s new Interim President and Interim CEO, effective immediately.

To facilitate Mr. Smith’s appointment, Morgan Lekstrom has resigned as the President and CEO of the Company, effective immediately.

Interim President and CEO, Warwick Smith, stated: “*Silver Hammer is a well-structured and well-positioned company with cash and high-grade past-producing assets that have tremendous exploration upside. We expect to have assay results from our Silver Strand Project in the coming weeks and have a queue of quality drill targets now defined at our other projects that provide us with optionality in terms of potential joint ventures. I look forward to bringing my experience and working with our team to deliver shareholder value on an interim basis as we put this company on track for future growth.*”

Warwick Smith Bio

At just 30 years old, Warwick was a founding shareholder of Riverside Resources Inc. before becoming CEO of Western Pacific Resources Corp. at age 33 where he successfully negotiated the transaction to acquire the Deer Trail Mine (now operated by MAG Silver), while concurrently closing \$18M in financing. As current CEO and Director of America Pacific Mining Corp., Mr. Smith negotiated the transaction to purchase the past-producing Madison Mine in Montana, a joint venture, earn-in agreement with major, Rio Tinto, a transaction that was subsequently nominated for the S&P Global Platts Deal of The Year for 2021. Subsequently, Mr. Smith led American Pacific in its takeover of Constantine Metals, which brought the 14 million tonne high-grade VMS Palmer Project, under partnership with Dowa Mining and Metals, into the portfolio.

In 2022 Mr. Smith was nominated for CEO of the Year by S&P Global Platts. As an industry expert, Mr. Smith has been featured on Bloomberg, Benzinga, Investing.com, Mining Journal,

Northern Miner, S&P Global Platts, Globe and Mail, Kitco, Traders TV and Mining Weekly and continues to be a significant investor in the mining and metals sector.

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

Not applicable.

Item 8 Executive Officer

Warwick Smith
Interim President and CEO

Item 9 Date of Report

November 25, 2022