

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

Item 1 – Name and Address of Company

Silver Hammer Mining Corp. (the “**Company**”)
300-1055 West Hastings Street
Vancouver, BC V6C 2E9

Item 2 – Date of Material Change

December 16, 2024

Item 3 – News Release

A news release was issued and disseminated on December 16, 2024 and filed on SEDAR+ (www.sedarplus.ca).

Item 4 – Summary of Material Change

On December 16, 2024, the Company announced that it has closed the first tranche of its non-brokered private placement (the “**Offering**”) of units (each a “**Unit**”). See Item 5 for further details.

Item 5 – Full Description of Material Change

5.1 Full Description of Material Change

The Company announced that it has closed the first tranche of its Offering issuing 3,072,700 Units at CAN\$0.055 per Unit for gross proceeds of CAN\$168,998.50 raised. Each Unit consists of one common share in the capital of the Company (a “**Share**”) and one transferrable common share purchase warrant (a “**Warrant**”). Each Warrant entitles the holder thereof to purchase one additional Share at a price of CAN\$0.07 for a period of three years from the closing of the Offering.

In connection with the Offering, the Company paid finders’ fees totalling \$5,285 cash and 96,089 non-transferable finders’ warrants (the “**Finder’s Warrants**”). Each Finder’s Warrant entitles the holder to acquire one Share at a price of CAN\$0.07 per Share for a period of three years from the date of issuance.

Closing of the Offering is subject to a number of conditions, including receipt of all necessary corporate and regulatory approvals, including the Canadian Securities Exchange. All securities issued in connection with the Offering are subject to a statutory hold period of four months expiring on April 17, 2025, in accordance with applicable securities legislation.

The Company intends to use the proceeds raised from the Offering to advance exploration efforts at its 100% controlled projects which includes Silver Strand in Idaho, and Eliza and Silverton in Nevada and for working capital and general corporate purposes.

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

Peter A. Ball
Chief Executive Officer and Director
Telephone: 778.344.4653
Email: investors@silverhammermining.com

Item 9 – Date of Report

December 16, 2024