

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Hi-View Resources Inc. (“**Hi-View**” or the “**Company**”)
Suite 170-422 Richards Street
Vancouver, BC V6B 2Z4

Item 2. Date of Material Change

April 26, 2023

Item 3. News Release

News Release dated April 26, 2023 was disseminated via Odyssey Trust Company and filed on SEDAR on April 26, 2023.

Item 4. Summary of Material Change

On April 26, 2023, the Company completed the previously announced acquisition of Zeal Exploration Inc.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

On April 26, 2023, the Company completed the acquisition (the “**Acquisition**”) of Zeal Exploration Inc. (“**Zeal**”) pursuant to the terms and conditions of a Share Purchase Agreement dated April 26, 2023 (the “**Definitive Agreement**”) entered into among the Company, Zeal, and the securityholders of Zeal.

Pursuant to the terms and conditions of the Definitive Agreement, the Company issued the following securities to the former Zeal securityholders:

- an aggregate of 8,650,000 common shares in the capital of the Company (the “**Consideration Shares**”) at a deemed price of \$0.06 per Consideration Share, which are subject to a voluntary hold period of four months and one day from the date of issuance; and
- an aggregate of 500,000 replacement warrants exercisable into common shares in the capital of the Company for a price of \$0.20 for a period up to and including July 14, 2025. All previously outstanding unexercised warrants to acquire common shares in the capital of Zeal were cancelled upon closing of the Acquisition.

The Company also issued 250,000 common shares to an arm's length finder (the "**Finder**") as consideration for the Finder introducing Zeal and the Acquisition to the Company. Additionally, effective upon closing of the Acquisition, Robert "Nick" Horsley, the current CEO of Zeal, was appointed to the Company's board of directors. The board of directors of Zeal is comprised of Robert "Nick" Horsley and Alex Horsley.

The securities of the Company referred to in this material change report have not been and will not be registered under the United States Securities Act of 1933, as amended (the "**U.S. Securities Act**"), or any state securities laws. Accordingly, the securities of the Company may not be offered or sold within the United States unless registered under the U.S. Securities Act and applicable state securities laws or pursuant to an exemption from the registration requirements of the U.S. Securities Act and applicable state securities laws. This material change report does not constitute an offer to sell or a solicitation of any offer to buy any securities of the Company in any jurisdiction in which such offer, solicitation or sale would be unlawful.

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:

Howard Milne, President and Chief Executive Officer
Telephone: 604-377-8994

Item 9. Date of Report

DATED at Vancouver, BC, this 26th day of April, 2023