

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

June 11, 2024

Item 3. News Release

News Release dated June 11, 2024, was disseminated via Odyssey Trust Company and filed on SEDAR+ on June 11, 2024.

Item 4. Summary of Material Change

The Company announced that further to its news releases dated April 30, 2024 and May 27, 2024 on the offering of up to 10,000,000 units at \$0.022 each (the “Offering”), it has now closed the second and final tranche of the non-brokered private placement Offering of 750,000 units (the “Units”), at a price of \$0.022 per Unit for gross proceeds of \$16,500.00 (the “Second and Final Tranche”).

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

The Company announced that further to its news releases dated April 30, 2024 and May 27, 2024 on the offering of up to 10,000,000 units at \$0.022 each (the “Offering”), it has now closed the second and final tranche of the non-brokered private placement Offering of 750,000 units (the “Units”), at a price of \$0.022 per Unit for gross proceeds of \$16,500.00 (the “Second and Final Tranche”).

The Units issued consist of one common share of the Company and one common share purchase warrant (“Warrant”). The Warrants issued pursuant to the Second and Final Tranche entitle the holder to purchase one additional common share of the Company at a price of \$0.05 per share on or before June 11, 2026, subject to certain acceleration provisions.

Hi-View will use the net proceeds from the Second and Final Tranche for exploration and geological expenses, mineral property option payments and working capital.

As a subscriber to the Second and Final Tranche closing of the private placement, a director and officer of the Company, acquired directly, 250,000 Units. Participation of insiders of the Company in the Offering will constitute a related party transaction as defined under Multilateral Instrument 61-101 - *Protection of Minority Security Holders in Special Transactions* (“**MI 61-101**”). The Company intends to rely on the exemption from the formal valuation requirements of Section 5.4 of MI 61-101 pursuant to Subsection 5.5(a) of MI 61-101 and the exemption from the minority approval requirements of Section 5.6 of MI 61-101 pursuant to Subsection 5.7(1)(a) of MI 61-101.

A copy of the news release has been attached hereto as Schedule “A”.

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
Telephone: (604) 377-8994
Email hdmcap@shaw.ca

Item 9. Date of Report

DATED at Vancouver, BC, this 11th day of June, 2024.



NEWS RELEASE

HI-VIEW CLOSES FINAL TRANCHE OF PRIVATE PLACEMENT FINANCING

Vancouver, British Columbia, June 11, 2024, 2024 – Hi-View Resources Inc. ('Hi-View' or the 'Company') (CSE: **HVW**; OTCQB: **HVWRF**; FSE: **B63**) is pleased to announce that pursuant to its news releases dated April 30, 2024 and May 27, 2024 on the offering of up to 10,000,000 units at \$0.022 each (the "Offering"), it has now closed the second and final tranche of the non-brokered private placement Offering of 750,000 units (the "Units"), at a price of \$0.022 per Unit for gross proceeds of \$16,500.00 (the "Second and Final Tranche").

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The securities issued pursuant to the Offering are subject to a statutory hold period of four months plus one day.

About Hi-View

Hi-View is a mineral exploration company focused on the acquisition, exploration and development of mineral properties in Canada and the USA. The Company, through its subsidiary holds options to acquire the Golden Stranger Property and the Lawyers West, East, South projects, together with claims acquired directly through staking, all located in the Toadoggone region of northern BC, prospective for gold, silver, and copper. The collective holdings cover 10,821 hectares.

Contact:

Hi-View Resources Inc.
Howard Milne, CEO
Email: hdmcap@shaw.ca
Telephone: (604) 377-8994
Website: www.hiviewresources.com

FORWARD LOOKING STATEMENTS:

This news release includes certain statements that may be deemed “forward-looking statements”. All statements in this new release, other than statements of historical facts, that address events or developments that the Company expects to occur, are 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. Forward-looking statements in this news release includes statements related to the proposed Transaction and related matters. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results may differ materially from those in the forward-looking statements. Factors that could cause the actual results to differ materially from those in forward-looking statements include market prices, continued availability of capital and financing, and general economic, market or business conditions. Investors are cautioned that any such statements are not guarantees of future performance and actual results or developments may differ materially from those projected in the forward-looking statements. Forward-looking statements are based on the beliefs, estimates and opinions of the Company’s management on the date the statements are made. Except as required by applicable securities laws, the Company undertakes no obligation to update these forward-looking statements in the event that management’s beliefs, estimates or opinions, or other factors, should change.

Neither the Canadian Securities Exchange nor its Regulation Services Provider accepts responsibility for the adequacy or accuracy of this release.