

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

ITEM 1. NAME AND ADDRESS OF COMPANY

Great Republic Mining Corp. (the "**Company**")
303 - 543 Granville Street
Vancouver, British Columbia V6C 1X8

ITEM 2. DATE OF MATERIAL CHANGE

June 8, 2022

ITEM 3. NEWS RELEASE

Issued on June 8, 2022, and distributed through the facilities of Stockwatch and filed on the System for Electronic Document Analysis and Retrieval (SEDAR).

ITEM 4. SUMMARY OF MATERIAL CHANGE

On June 8, 2022, the Company announced the completion of its initial public offering of 7,860,000 common shares (the "**Shares**") at a price of \$0.10 per Share for gross proceeds of \$786,000 and listing on the Canadian Securities Exchange (the "**CSE**").

The Company's common shares were listed on the CSE on June 7, 2022 and are expected to commence trading on the CSE under the symbol "GRM" on June 9, 2022.

ITEM 5.1 FULL DESCRIPTION OF MATERIAL CHANGE

See the Company's news release dated June 8, 2022 attached as Schedule "A" hereto.

ITEM 5.2 DISCLOSURE ON RESTRUCTURING TRANSACTION

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

Frederick W. Davidson
Chief Executive Officer, Corporate Secretary and Director
Contact: 604 664-7707

ITEM 9. DATE OF REPORT

June 8, 2022

Schedule "A"

News Release dated June 8, 2022
(See attached)

NOT FOR DISTRIBUTION TO UNITED STATES NEWSWIRE SERVICES OR FOR DISSEMINATION IN THE UNITED STATES

Great Republic Mining Corp. Completes Initial Public Offering and Lists on the Canadian Securities Exchange

Vancouver, British Columbia, June 8, 2022: Great Republic Mining Corp. (the "**Company**" or "**Great Republic**") (CSE: GRM) is pleased to announce that on June 8, 2022, it completed its initial public offering (the "**IPO**") of 7,860,000 common shares (each a "**Share**"), of which 360,000 Shares were sold pursuant to an over-allotment option, at a price of \$0.10 per Share for gross proceeds of \$786,000.

The net proceeds from the IPO will be used to carry out exploration of the Company's project, the Porcher Property, located in the northwest part of British Columbia on Porcher Island. The net proceeds will also be used to make payments pursuant to the option agreement in respect of the Porcher Property, for general and administrative purposes and for working capital.

Haywood Securities Inc. acted as agent (the "**Agent**") for the IPO. The Agent received a cash commission equal to 10% of the gross proceeds raised pursuant to the IPO and a corporate finance fee, in addition to the reimbursement of certain expenses. Additionally, the Company granted the Agent and members of its selling group non-transferable agent's compensation options entitling the holder to purchase an aggregate of 550,200 Shares at a price of \$0.10 per Share, exercisable on or before June 8, 2024.

The Shares were listed on the Canadian Securities Exchange on June 7, 2022 and immediately halted pending closing of the IPO. The Shares are expected to resume trading on June 9, 2022, under the symbol "GRM".

This news release does not constitute an offer to sell or a solicitation of an offer to sell any of the securities in the United States. The securities 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 and may not be offered or sold within the United States or to U.S. Persons unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available.

About Great Republic Mining Corp.

Great Republic is engaged in the business of acquiring and exploring mineral resource properties. Great Republic has an option to acquire a 100% interest in the Porcher Property, which is composed of nine contiguous mineral titles covering an area of 3560.4 hectares in the northwest part of British Columbia, Canada, approximately 40 kilometres southwest of the city of Prince Rupert on Porcher Island.

For more information, please refer to the Company's final prospectus dated March 11, 2022, available on SEDAR (www.sedar.com).

On Behalf of the Board of Directors

Jerry Huang
Chief Financial Officer and Director

For further information, please contact:

Jerry Huang
Chief Financial Officer and Director
Tel: 778-887-6489

Forward-Looking Statements

Certain disclosure in this release, including the expected use of proceeds of the IPO, constitutes forward-looking statements that are subject to numerous risks, uncertainties and other factors outside of the Company's control that may cause future results to differ materially from those expressed or implied in such forward-looking statements. In preparing the forward-looking statements in this news release, the Company has applied several material assumptions, including, but not limited to, the assumption that general economic and business conditions will not change in a materially adverse manner; and that the Company will be able to raise additional funds on reasonable terms. Although the management of the Company believes that the assumptions made and the expectations represented by such statements are reasonable, there can be no assurance that any forward-looking statement herein will prove to be accurate. Readers are cautioned not to place undue reliance on forward-looking statements. The Company expressly disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or for any other reason except as required by law.