

**FORM 51-102F3**  
**Material Change Report**

**Item 1.                    Reporting Issuer**

Scout Minerals Corp. (the “Company”)  
Suite 1430 , 800 Pender Street  
Vancouver, B.C.  
V6C 2V6

**Item 2.                    Date of Material Change**

February 23, 2023

**Item 3.                    Press Release**

A news release with respect to the material changes referred to in this report was disseminated February 23, 2023, and subsequently filed on SEDAR.

**Item 4.                    Summary of Material Change**

On February 23, 2023, the Company announced that Mr. Gareth Bowra has joined the Company as Chief Financial Officer, replacing John Wenger. The Company also announced that Mr. DJ Bowen has joined the Board of Directors.

**Item 5.                    Full Description of Material Change**

On February 23, 2023, the Company announced that Mr. Gareth Bowra has joined the Company as Chief Financial Officer, replacing John Wenger.

Mr. Bowra is a Chartered Professional Accountant with over 10 years of public and private company experience and holds a Bachelor of Commerce degree from Mount Allison University. Mr. Bowra began his career with BDO Canada LLP working in assurance for over 4 years before transitioning into an industry role as a Controller for a Vancouver based software developer followed by a Financial Controller role with a global environmental consulting firm. Since 2021, Mr. Bowra has been Manager of Financial Reporting and Advisory Services at Treewalk (formerly ACM Management Inc.), working with a variety of publicly listed companies trading on the TSX-V, CSE and OTC along with private companies looking to go public.

The Company also announced that Mr. DJ Bowen has joined the Board of Directors.

Mr. Bowen is a self-employed corporate finance consultant. From February 2018 to October 2019, he served as a research analyst with Capstone Asset Management and from July 2020 to November 2021, he served as a director for Traction Uranium Corp. He has been a director with Reflex Advanced Materials since June 2021 - also serving as CEO from February 2022 to October 2022. With over 20 years of investment experience, Mr. Bowen has held roles as an Investment Advisor, Portfolio Manager, Quant Trader and programmer of related financial applications.

**Item 6. Reliance on subsection 7.1(2) of National Instrument 51-102**

Not applicable.

**Item 7. Omitted Information**

No information has been omitted.

**Item 8. Executive Officer**

For further information, please contact Jeffrey Wilson, Chief Executive Officer of the Company, at [jeffreyrwilson1@gmail.com](mailto:jeffreyrwilson1@gmail.com).

**Item 9. Date of Report**

February 23, 2023