

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

1. NAME AND ADDRESS OF COMPANY

Troy Minerals Inc.
c/o 1200 – 750 West Pender Street
Vancouver, BC
V6C 2T8

2. DATE OF MATERIAL CHANGE

September 28, 2022

3. NEWS RELEASE

News release dated September 28, 2022 was disseminated via Stockwatch.

4. SUMMARY OF MATERIAL CHANGE

Troy Minerals Enters Into Property Purchase Agreement With Rockbridge Resources

5. FULL DESCRIPTION OF MATERIAL CHANGE

Troy Minerals Inc. (CSE: TROY) (“Troy” or the “Company”) is pleased to announce that it has entered into a property purchase agreement with Rockbridge Resources Inc. (the “Property Purchase Agreement”) pursuant to which the Company will purchase a certain mineral claim (the “Ticktock Property”) in BC from Rockbridge Resources Inc. in exchange for a cash payment of \$120,000 and 1,000,000 common shares of the Company (the “Transaction”).

The 1065-hectare Ticktock Property is located within the prolific Golden Triangle region of British Columbia, Canada. The property, which lies 23km northwest of the historic Eskay Creek Mine, sits between the Enduro Metals Newmont Lake property and the Aben Resources Forrest-Kerr property. Underlain by the Stikine Terrane, the Ticktock Property hosts zones of skarn within Devonian aged marine sediments which contain lenses of massive sulphide and gold bearing quartz veins. Historic surface sampling on the property produced assays up to 7% copper, 2.5 g/t gold, and greater than 2% zinc.

The Company shares issued pursuant to the Transaction will be subject to a four month hold period in accordance with applicable securities laws and the policies of the Canadian Securities Exchange. Rockbridge is a private BC company controlled by Rana Vig, a director and President of the Company. The Transaction was approved by the board of the Company with Mr. Vig abstaining.

6. RELIANCE ON SUBSECTION 7.1(2) OF NATIONAL INSTRUMENT 51-102

Not applicable.

7. OMITTED INFORMATION

Not applicable.

8. EXECUTIVE OFFICER

Rana Vig, President and Director
Telephone: (604) 961-5353

9. **DATE OF REPORT**

September 28, 2022