

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

Item 1: Name and Address of Company

ISM Resources Corp. (“**ISM**” or the “**Company**”)
Suite 306, 1106 Hamilton Street
Vancouver, BC V6B 2S2

Item 2: Date of Material Change

July 31, 2023

Item 3: News Release

A news release dated July 31, 2023 was disseminated via Stockwatch and subsequently filed on SEDAR.

Item 4: Summary of Material Change

The Company announced it has closed its previously announced non-brokered private placement (the “**Offering**”). The Offering consisted of 3,333,365 units of the Company (the “**Units**”) at \$0.30 per Unit for aggregate gross proceeds of \$1,000,009.80.

Item 5 Full Description of Material Change

The Company announced it has closed its previously announced Offering. The Offering consisted of 3,333,365 Units at \$0.30 per Unit for aggregate gross proceeds of \$1,000,009.80.

Each Unit consists of one common share in the capital of the Company (each, a “**Share**”) and one common share purchase warrant (each, a “**Warrant**”). Each Warrant entitles the holder thereof to acquire one additional share (each, a “**Warrant Share**”), at an exercise price of \$0.60 per Warrant Share until July 31, 2025.

Proceeds from the Offering will be used for work programs on the Company’s properties and for general corporate and working capital purposes.

The securities issued pursuant to the Offering are subject to a four-month hold period ending on December 1, 2023 under applicable Canadian securities laws.

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

N/A

Item 7: Omitted Information

N/A

Item 8: Executive Officer

Michael Gheyle, CEO, President and a Director
778.868.2226
info@ismresources.com

Item 9: Date of Report

August 2, 2023