

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

Item 1 Name and Address of the Company

Omega Pacific Resources Inc. (the "Company")
Suite 401-750 West Pender St Vancouver BC V6C 2T7

Item 2 Date of Material Change

August 8, 2024

Item 3 News Release

The news release attached hereto as Schedule "A" announcing the material change described herein was disseminated through the dissemination services of Accesswire on August 8, 2024.

Item 4 Summary of Material Change

The Company announced the resignation of Grant Carlson as Director.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

See the attached news release for a full description

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

Not applicable

Item 8 Executive Officer

Jason Leikam, CEO
Telephone: 778-858-8085

Item 9 Date of Report

September 24, 2024

Schedule A

Omega Pacific Intersects Three Separate Gold Zones Demonstrating Bulk-Tonnage Gold Mineralization at its Williams Property

Vancouver, BC / Aug 8, 2024 - Omega Pacific Resources Inc. (CSE:OMGA, OTCQB:OMGPF, FSE:Q0F) ("Omega Pacific" or the "Company") is pleased to announce additional drill results from its 2024 drill program at the Williams Property in British Columbia's Golden Horseshoe. Assay results from Phase One's second drill hole (WM24-02) continue to demonstrate high-grade and bulk tonnage mineralization (Figure 1).

Highlights

- Gold mineralization has been extended east of the previous results in WM24-01 and WM22-02
- Discovery of two new gold mineralization zones located deeper and north of historical results
- Results including 1.09 g/t Gold over 57.98 metres (principal zone), 0.57 g/t Au over 26.3 m (central zone), and 2.18 g/t over 8.41 m within 1.33 g/t Au over 28.24 m (north zone)
 - These zones are separated by 30 m and 50 m respectively.

Omega Pacific's CEO Jason Leikam commented, "Omega Pacific management is very pleased with the results of our drill program to date. We continue to deliver robust mineralization at our Williams Property. The results of drill hole WM24-02 indicate two new gold zones, giving us a new understanding of our project and presenting significant exploration upside. Overall, we are starting to realize a broad, bulk tonnage gold bearing system with localized high grade, and we are eager to report on the pending results of the final two holes from our initial drill program at GIC. The complete dataset will provide us with clear direction on our next steps for Williams and will help guide our strategy for a Phase 2 drill program."

Drill Results at GIC

WM24-02 was drilled east of holes WM24-01 and WM22-02 (Omega Press Release July 24, 2024) and intersected the principal zone from 230-295 m downhole (Figure 2). As noted in previous drilling, this mineralization is centred on a black basaltic unit with several phases of quartz veining and pyrite mineralization. Individual assays in the principal zone returned values up to 107 g/t Au in neighbouring drill holes. A bulk-tonnage intersection from this zone in WM24-02 included 1.09 g/t Au over 57.98 m.

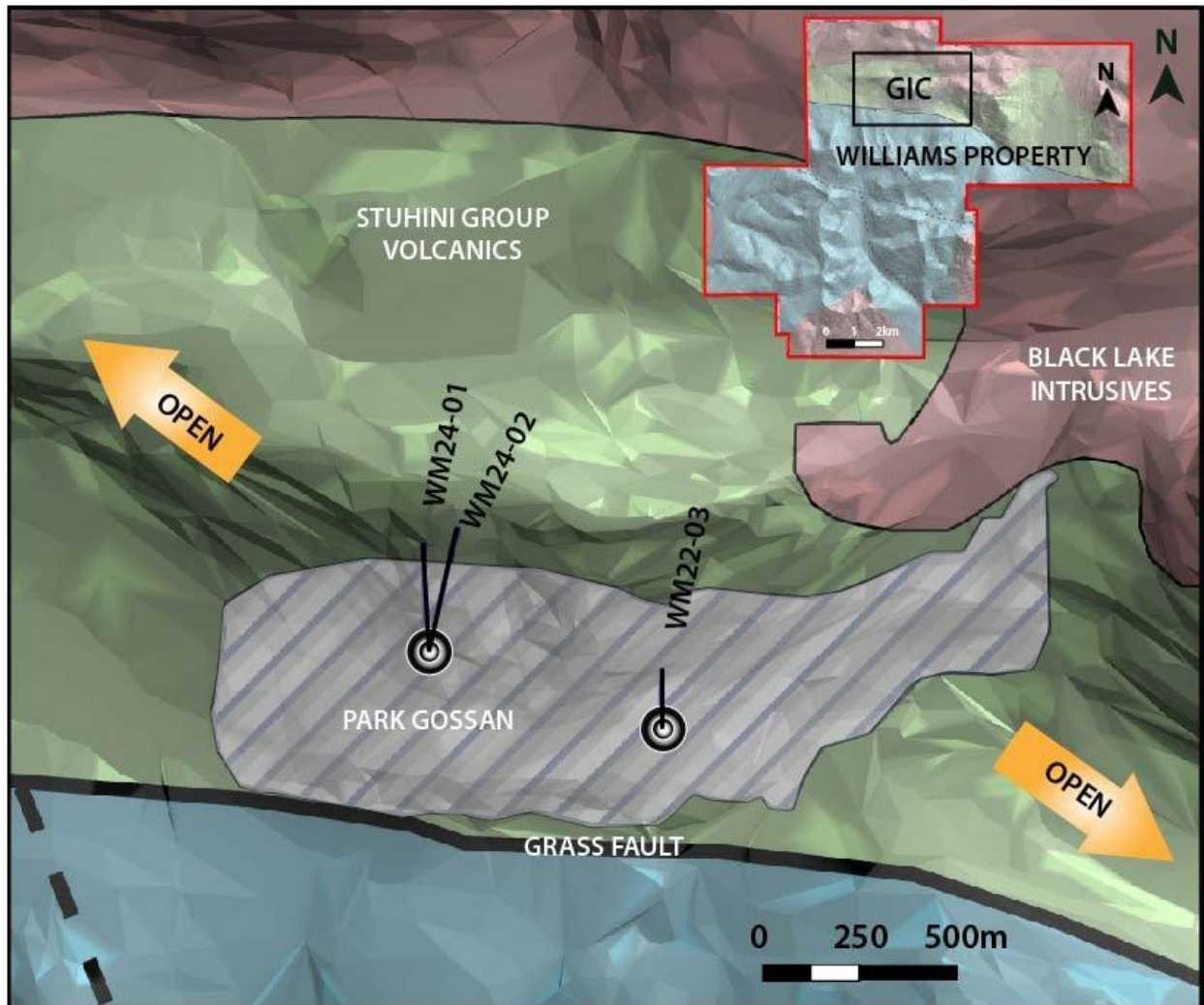


Figure 1. Plan map of the GIC Prospect showing 2022 and 2024 drill holes on bedrock geology. Drill hole WM22-03 intersected 4.64 g/t Au over 8 m and lies 600 metres east of WM24-01 and 24-02.

Altered volcanic rocks were noted below the basaltic unit in previous drilling - the two new zones revealed in WM24-02 are part of these same altered volcanic rocks. These volcanic rocks have been extensively altered and silicified with variable amounts of pyrite ranging up to 15-20% over several multi-metre sections. Local shear zones and brecciated intervals have also been noted highlighting potential structural controls on mineralization at the GIC prospect. The central zone returned 0.57 g/t Au over 26.3 m while the northern, deeper zone returned 2.18 g/t Au over 8.41 m within a broader, bulk-tonnage interval of 1.33 g/t Au over 28.24 m (Figure 2).

GIC Expansion

Omega Pacific anticipates that pending assays for drill holes WM24-03 and WM22-02 (extension) will expand the central and north zones further west. Some aspects of the core logging observations coupled with XRF analysis in the field suggest this is possible - notably, correlations between gold assays and arsenic, potassium, and zinc in analytical results so far and increased abundances in the latter three elements from WM24-03 and WM22-02 (extension).

With the encouraging follow-up results from the 2024 drill program and the historical 2022 results, Omega has >600 lateral metres of gold mineralization between the holes of this news release and WM22-03 (Figure 1). This envelope of gold mineralization is still wide open to the east and west representing several kilometres of potential strike length to explore. Further to the potential expansion east and west of the three zones, it is important to note that they are also

open to expansion closer to surface and to depth. The principal and north zones have been intersected at ~250 and 390 vertical metres from surface, respectively. This leaves an abundance of room to grow these zones towards surface with shallow drilling.

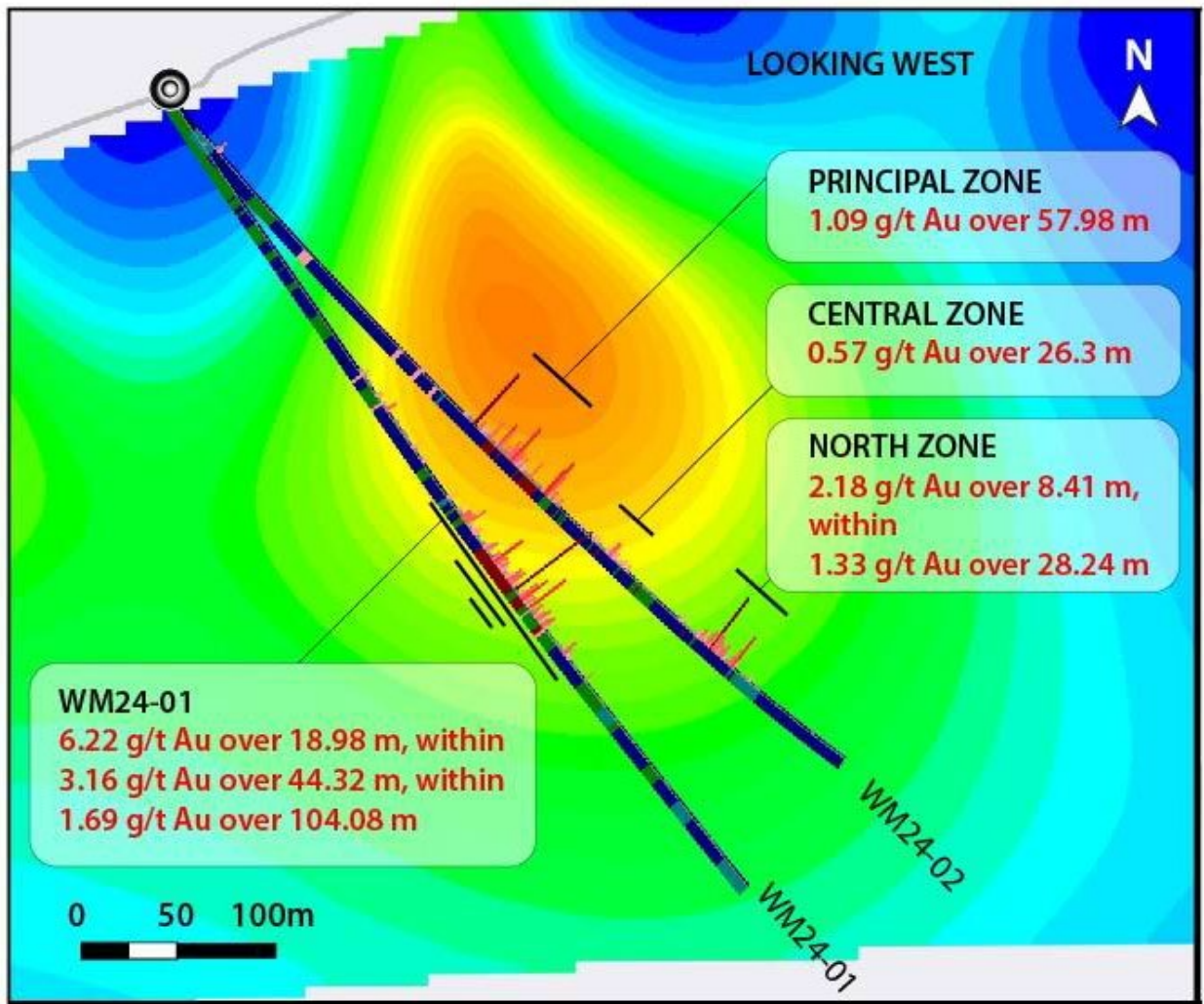


Figure 2. Cross-section of drill holes WM24-01 and WM24-02 with current gold results on IP chargeability. WM24-02 intersected three distinct zones of gold mineralization (principal, central, and north).

Select Assay Results WM24-02				
Hole	From (m)	To (m)	Width (m)	Au (g/t)
WM24-02	232.02	290.0	57.98	1.09
<i>and</i>	320.0	346.3	26.3	0.57
<i>and</i>	397.62	425.86	28.24	1.33

Table 1. Select assay intervals from drill hole WM24-02. True thicknesses of mineralization are not known given the early stage of exploration. A complete list of all drill results to date will be posted to the Company's website at OmegaPacific.ca.

Drill Collar Locations						
HoleID	Easting (m)	Northing (m)	Elevation (m)	Azimuth	Dip	Depth (m)
WM24-01	572769	6408008	1655	0	-57	503
WM22-02(ext)	572769	6408010	1655	0	-50	From 300-502
WM24-02	572770	6408008	1655	13.66	-48.95	509

Table 2. Current drill hole information.

Omega Pacific's summer 2024 drill program is designed to drill up to 2,000 m at the GIC Prospect of the Williams Property. The GIC Prospect represents a >4 km long target with overlapping gold-copper rock and soil anomalism and chargeability/resistivity anomalies from induced-polarization (IP) geophysical surveys. This area is marked by the "Park Gossan" and occurs proximal to the contact between volcanic and intrusive rocks and large-scale faults all of which are critical to mineralization elsewhere in the Golden Horseshoe. It has seen limited historical exploration drilling of ~2,300 m. The company will report on additional program results over the summer season as it receives assays.

Corporate Update

Additionally, the Company announces that Grant Carlson has resigned as a director of the Company. The Company wishes to thank Mr. Carlson for his service as a director.

Quality Assurance/Quality Control (QA/QC) Measures and Analytical Procedures

Omega Pacific adheres to a strict QA/QC monitoring program that includes the insertion of blanks, standards and duplicates into the sample stream, as well as the re-submission of select samples for check assays by an independent third party laboratory. Drill core is cut in-half with a diamond saw, with one-half placed in sealed bags and shipped to the laboratory and the other half retained on site. Third party laboratory checks on 5% of the samples are carried out as well. Chain of custody is maintained from the drill to the submittal into the laboratory preparation facility.

Core samples were prepared and analyzed by ALS Labs in Kamloops and Vancouver, BC using Fire Assay methods on a 30g split with an atomic absorption finish. Gold assays exceeding 10 g/t were re-assayed with a gravimetric finish. Samples were also analyzed for a 48-element suite via mass-spectrometry with a four acid digestion.

The Company adheres to CIM Best Practices Guidelines for exploration related activities conducted on its property. Quality Assurance and Quality Control (QA/QC) procedures are overseen by the Qualified Person.

Qualified Person

Robert L'Heureux (P.Geol.), Director of Omega Pacific Resources, is the "Qualified Person" as defined by National Instrument 43-101 - Standards of Disclosure for Mineral Projects and has reviewed, validated and approved the scientific and technical information contained in this news release. Mr. L'Heureux oversees exploration planning and execution at the Williams Property.

About Omega Pacific

Omega Pacific is a mineral exploration company focused on the development of mineral projects containing base and precious metals. The Company is actively exploring its British Columbia located properties and continues to evaluate assets globally for further acquisitions.

For more information, please contact:

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Cautionary Statement

Certain statements contained in this press release constitute forward-looking information under the provisions of Canadian securities laws including statements about the Company's plans. Such statements are necessarily based upon a number of beliefs, assumptions, and opinions of management on the date the statements are made and are subject to numerous risks and uncertainties that could cause actual results and future events to differ materially from those anticipated or projected. 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, except as required by law.

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