Form 51-102F3

MATERIAL CHANGE REPORT

1. Name and Address of the Issuer

Melior Resources Inc. ("**Melior**" or the "**Company**")
120 Adelaide Street West, Suite 2500
Toronto, Ontario, Canada
M5H 1T1

2. Date of Material Change

November 20, 2019

3. News Release

A news releases regarding the material change was disseminated by the Company over GlobeNewswire on November 20, 2019. A copy of the news release has been filed on SEDAR and is available at www.sedar.com.

4. Summary of Material Change

On November 20, 2019, the Company announced that it had decided to re-focus on exploring new investment opportunities in resource-based companies and had entered into an option agreement with Bear Mountain Gold Mines Limited for the exclusive right to acquire up to 60% interest in four mineral titles.

5. Full Description of Material Change

On November 20, 2019, Melior entered into an option agreement with Bear Mountain Gold Mines Limited for the exclusive right to acquire up to 60% interest in four mineral titles totaling 716.31 hectares situated 2.5km northeast of Harrison Hot Springs in British Columbia, whose primary target is intrusive hosted gold, in consideration for incurring up to an aggregate of $380,000 of exploration and development expenditures on the property over the next 48 months, including C$25,000 before March 31, 2020. The option agreement is subject to receipt of consent of a third party, which consent is expected to be received shortly.

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

Not applicable

7. Omitted Information

No significant facts have been omitted from this report.

8. Executive Officer

The officer who is knowledgeable about the material change and this report is:

Martyn Buttenshaw
Interim Chief Executive Officer
Melior Resources Inc.
+41 41 560 9070
info@meliorresources.com

9. Date of Report

November 28, 2019