

Form 51-102F3
MATERIAL CHANGE REPORT

Section 7.1 of National Instrument 51-102
Continuous Disclosure Obligations

1. Name and Address of Company

State the full name of your company and the address of its principal office in Canada.

ProAm Explorations Corporation
867 West 3rd Street
North Vancouver, BC V7P 1E2

2. Date of Material Changes

September 24, 2024

3. News Release

The Company disseminated the News Release through Canada Stockwatch on September 24, 2024 and filed the same with the TSX Venture Exchange, and the British Columbia and Alberta Securities Commission on SEDAR.

4. Summary of Material Change

ProAm Explorations Corporation announced the appointment of Tjalling de Jong to its board of directors.

5. Full Description of Material Change

ProAm Explorations Corporation (“ProAm” or “the Company”) (TSX.V:PMX) announced the appointment of Tjalling de Jong to its board of directors.

Tjalling (TJ) de Jong is a corporate development professional, specializing in mergers & acquisitions with both private and publicly listed companies. He was formerly a broker with Canaccord Capital and Leede Financial with a proven track record of marketing valuable assets.

The Company also announces that Jason Cubitt and Donald MacDonald have been appointed Co-Chairmen of the Board of Directors.

Additionally, the Company also announces the recent appointment of Ron Shenton to its board of directors.

Mr Shenton has worked in the capital markets for 40 years. He began his career as an investment advisor at a national Brokerage firm, before moving to a Regional one. For the past 25 years, he has served in many capacities in the public domain. He has been the founder of several public companies, acted as CEO, served as a director, and performed in the roles of IR and PR, along with raising capital. While the majority of the companies have been in mining exploration, he has worked in the Bio Tech, Cyber Security, Tech, and Oil and Gas sectors.

The Company also announces that of recent, Mr. Donald MacDonald stepped down as Chief Executive Officer and Mr. Jason Cubitt was appointed in his stead. Mr. Donald MacDonald will remain President of the Company.

Upon completion of the recent changes to the Company’s management structure, the current structure of the Company is as follows:

Jason Cubitt – CEO / Co-Chairman / Director
Donald MacDonald – President / Co-Chairman / Director
Al Fabbro – CFO / Director
Ron Shenton – Director
Tjalling de Jong – Director

The Company welcomes Ron and TJ to its board of directors and believes their participation will strengthen board independence and improve access to both high value assets and venture capital.

6. Reliance on Section 7.1(2) or (3) of National Instrument 51-102

Not applicable.

7. Omitted Information

Not applicable.

8. Executive Officer

Donald L. MacDonald, President
Tel: 604/988-3306

9. Date of Report

September 30, 2024.