

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

TINONE RESOURCES INC.
Suite 2200 - 885 West Georgia Street
Vancouver, BC V6C 3E8

Item 2. Date of Material Change

December 30, 2021

Item 3. News Release

The news release was issued on December 30, 2021 and was disseminated by the Newswire and filed on SEDAR.

Item 4. Summary of Material Change

December 30, 2021 - TinOne Resources Inc., formerly Lamaska Capital Corp., is pleased to announce that it has closed its qualifying transaction previously announced in the Company's comprehensive news releases dated November 13, 2020, December 14, 2020 and December 1, 2021 and more particularly set out in its filing statement dated December 20, 2021, which is available under the Company's profile at www.sedar.com, subject to final approval of the TSX Venture Exchange.

Item 5. Full Description of Material Change

The Company announced today that it has closed its qualifying transaction (the "**Transaction**") previously announced in the Company's comprehensive news releases dated November 13, 2020, December 14, 2020 and December 1, 2021 and more particularly set out in its filing statement dated December 20, 2021 (the "**Filing Statement**"), which is available under the Company's profile at www.sedar.com, subject to final approval of the TSX Venture Exchange (the "**TSXV**"). The Company's common shares, which had traded on the TSXV, were halted on November 11, 2020, at the Company's request pending completion of the Transaction and receipt of final approval of the TSXV. The Company's common shares will commence trading on the TSXV as a Tier 2 mining issuer under the symbol "TORC" on January 5, 2022.

The Transaction

Pursuant to an amalgamation agreement, 1277805 B.C. Ltd., a wholly owned subsidiary of the Company, amalgamated with TinOne Resources Corp. under the Business Corporations Act (British Columbia) (the "Amalgamation") to form TinOne Resources Subsidiary Inc. As a result of the Amalgamation, in exchange for each security held in the capital of TinOne Resources Corp., each Securityholder received one security in the capital of the Company. Concurrently with the closing of the Transaction, the Company changed its name to TinOne Resources Inc.

Outstanding Share Capital and Escrow

Following the closing of the Transaction, the Company has a total of 54,825,401 common shares issued and outstanding. An aggregate of 18,733,334 common shares of the Company are subject to Tier 2 Value Security Escrow and will be released from escrow as follows: 10% of the escrowed shares will be released from escrow on the issuance of the final exchange bulletin confirming the completion of the Transaction by the TSXV, and 15% will be released on each of 6 months, 12 months, 18 months, 24 months, 30 months and 36 months thereafter. An additional 2,000,000 common shares of the Company are subject to the terms of an existing CPC escrow agreement and will be released in accordance with the terms thereof.

New Board and Management

On closing of the Transaction, Anton Drescher and Rowland Perkins resigned as the directors and officers of the Company.

On closing, the following individuals were appointed as directors and officers of the Company:

Michael Konnert – Chief Executive Officer and Executive Chairman

Wes Short – President

David Cross – Chief Financial Officer

Jennifer Hanson – Corporate Secretary

Stuart Smith – Technical Advisory

David Brett – Director

Karlene Collier – Director

The incoming board of directors would like to thank Messrs. Drescher and Perkins for their contributions and service to the Company.

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

Not applicable.

Item 7. Omitted Information

None.

Item 8. Executive Officer

Michael Konnert

Chief Executive Officer and Executive Chairman

Item 9. Date of Report

December 30, 2021