

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

TINONE RESOURCES INC.
Suite 1723 – 595 Burrard Street
Vancouver, BC V7X 1J1
("TinOne Resources Inc." or the "Company")

Item 2. Date of Material Change

March 8, 2024

Item 3. News Release

The news release was issued on March 8, 2024 and was disseminated by Stockwatch and filed on SEDAR+.

Item 4. Summary of Material Change

TinOne Resources Inc. announces that, further to the Company's news release dated February 21, 2024, the Company's 10:1 share consolidation will become effective at market open on March 11, 2024.

Item 5. Full Description of Material Change

TinOne Resources Inc. announces that, further to the Company's news release dated February 21, 2024, the Company's 10:1 share consolidation (the "**Consolidation**") will become effective at market open on March 11, 2024.

As a result of the Consolidation, the number of issued and outstanding common shares of the Company (the "**Shares**") will be reduced from 86,751,806 to approximately 8,675,180 Shares, subject to adjustment for rounding. No fractional shares will be issued as any fractional share will be rounded to the nearest whole number. No cash consideration will be paid in respect of fractional shares. The exercise or conversion price and/or the number of Shares issuable under any of the Company's outstanding convertible securities will be proportionately adjusted in connection with the Consolidation.

The Company's new CUSIP/ISIN is: 887589208/CA8875892082. The Company's name and stock symbol will remain unchanged following the Consolidation.

Registered shareholders will receive a letter of transmittal from Odyssey Trust Company, the transfer agent for the Shares, providing instructions for the exchange of their Shares as soon as practicable. Until surrendered, each share certificate representing pre-Consolidation Shares will represent the number of whole post-Consolidation shares to which the holder is entitled as a result of the Consolidation. Beneficial shareholders holding their Shares in brokerage accounts will have their positions adjusted automatically.

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

Not applicable.

Item 7. Omitted Information

None.

Item 8. Executive Officer

Chris Donaldson
Executive Chairman

Item 9. Date of Report

March 8, 2024