

## 51-102F3 Material Change Report [F]

### Item 1 Name and Address of Company

Quadro Resources Ltd.  
1500 – 1040 West Georgia Street  
Vancouver, BC V6E 4H1

### Item 2 Date of Material Change

December 13, 2019

### Item 3 News Release

The news release dated December 13, 2019 was disseminated through Canada Stockwatch and Market News under section 7.1 of National Instrument 51-102.

### Item 4 Summary of Material Change

Please refer to attached news release.

### Item 5 Full Description of Material Change

#### 5.1 Full Description of Material Change

Please refer to attached news release

#### 5.2 Disclosure for Restructuring Transactions

N/A

### Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

N/A

### Item 7 Omitted Information

N/A

### Item 8 Executive Officer

T. Barry Coughlan, CEO, (604) 683-3331

### Item 9 Date of Report

December 13, 2019



## **QUADRO ANNOUNCES PRIVATE PLACEMENT OF UP TO \$500,000 TO DEVELOP ITS STAGHORN AND LONG LAKE PROPERTIES**

**Vancouver, B.C. December 13, 2019. Quadro Resources Ltd. (“Quadro” or the “Company”)** (TSXV:QRO) announces that, subject to regulatory approvals, it will conduct a non-brokered private placement of up to 2,500,000 units (the “Units”), each Unit priced at \$0.05 and consisting of 1 common share of the Company and 1 common share purchase warrant (the “Unit Warrants”), each Unit Warrant being exercisable for an additional common share of the Company at \$0.05 for 12 months from closing and up to 7,500,000 flow-through units (the “FT Units”), each FT Unit priced at \$0.05 and consisting of 1 flow-through share and 1 common share purchase warrant (the “FT Unit Warrants”), each FT Unit Warrant being exercisable at \$0.05 for a common share of the Company at \$0.05 for 12 months, to raise proceeds of up to \$500,000. Proceeds from the financing will be used to explore and develop the Company’s Staghorn and Long Lake properties. (See the news release dated November 28, 2019, for further details.). Finder’s fees on the financing may be paid in accordance with TSX Venture Exchange policies.

**About Quadro Resources** – Quadro is a publicly traded mineral exploration company. It is led by an experienced and successful management team and is focused on exploring for gold in North America. Quadro has approximately 28 million shares outstanding. The Company’s shares trade on the TSX Venture Exchange under the symbol “QRO”. Quadro owns a 100% interest in the Staghorn and Conche properties in Newfoundland, and it has optioned the 192 claim unit Long Lake Gold property.

On behalf of the board of directors,  
**Quadro Resources Ltd.**

*“T. Barry Coughlan”*  
President and CEO

*“Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.” The information contained herein contains “forward-looking statements” within the meaning of applicable securities legislation. Forward-looking statements relate to information that is based on assumptions of management, forecasts of future results, and estimates of amounts not yet determinable. Any statements that express predictions, expectations, beliefs, plans, projections, objectives, assumptions or future events or performance are not statements of historical fact and may be “forward-looking statements.” Forward-looking statements are subject to a variety of risks and uncertainties that could cause actual events or results to differ from those reflected in the forward-looking statements. Investors are cautioned against attributing undue certainty to forward-looking statements. These forward-looking statements are made as of the date hereof and the Company does not assume any obligation to update or revise them to reflect new events or circumstances. Actual events or results could differ materially from the Company’s expectations or projections.” For more information on the Company, interested parties should review the Company’s filings that are available at [www.sedar.com](http://www.sedar.com).*