

**Form 51-102F3**  
**Material Change Report**

**1. Name and Address of Company**

**Madoro Metals Corp.**  
Suite 700 – 838 West Hastings Street  
Vancouver, BC, V6C 0A6

(the “Company”)

**2. Dates of Material Change(s)**

December 30, 2021

**3. News Release(s)**

A news release was issued on December 30, 2021 and disseminated by Accesswire pursuant to section 7.1 of National Instrument 51–102.

**4. Summaries of Material Changes**

The Company regrettably announces the passing of its Manager of Exploration and Director, Mr. David M. Jones.

**5. Full Description of Material Changes**

News Release dated December 30, 2021– See Schedule “A”.

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

Not applicable.

**7. Omitted Information**

No information has been omitted.

**8. Executive Officer**

Mr. Dusan Berka, President & CEO of the Company, is knowledgeable about the material change contained herein and may be reached at (604)-681-1568.

**9. Date of Report**

This report is dated December 31, 2021.

SCHEDULE "A"  
to the Material Change Report dated December 31, 2021

**MADORO IS SADDENED TO ANNOUNCE THE PASSING OF MR. DAVID M.  
JONES**

**FOR RELEASE: DECEMBER 30, 2021**

**TSXV: MDM  
OTC: MSTXF  
WKN: A2QQ1X**

**Vancouver, BC, Canada - Madoro Metals Corp.** ("**Madoro**" or the "**Company**"), regrettably announces the passing of its Manager of Exploration and Director, Mr. David M. Jones. Mr. Jones had over 40 years' experience as a geologist with a particular focus on Mexico where his work successfully led to the discovery of several mines. It was on the basis of Mr. Jones' work that led to Madoro's original optioning and advancement of its properties in Oaxaca, Mexico. On behalf of the entire Madoro team, we want to extend our deepest sympathies to Mr. Jones' wife and family.

"David's passing will be a loss on the entire industry," said Dusan Berka, CEO of Madoro Metals. "Over David's 40-plus year career he was extremely successful, with several mines having been discovered and developed based on his work. Aside from tremendous knowledge, David brought with him passion, energy and drive, and he will be greatly missed by those who had the good fortune of knowing and working with him.

Corporately, Madoro is committed to continue progressing the exploration work on its Mexican properties. The accumulated land package was based on some of Mr. Jones' geological theories and showed considerable promise as he, and the Madoro geological team, systematically advanced the properties. The Company will look to ensure the continuity of his work and the projects will be advanced by those who worked with Mr. Jones for many years and shared in the success of previous findings.

**About Madoro Metals Corp.**

Madoro Metals Corp. (**MDM** | TSX Venture Exchange; **MSTXF** | OTC) is a Mexico-focused precious metals company actively engaged in exploration and development of three gold-silver projects in the state of Oaxaca, Mexico. The Yautepec, Magdalena, and Rama de Oro projects each consist of large epithermal systems that are highly prospective for precious metals in structural and geologic settings like those of nearby producing mines. Systematic exploration has advanced two of the projects towards drilling with the intention of discovering an economic mineral deposit.

ON BEHALF OF THE BOARD OF DIRECTORS

*"DUŠAN BERKA"*

Dušan Berka, P. Eng., President & CEO

For more information, please contact: Investor Relations via email at [info@madorometals.com](mailto:info@madorometals.com) ;

[www.madorometals.com](http://www.madorometals.com)

#1450 – 789 West Pender Street  
Vancouver, BC, Canada V6C 1H2  
Tel: +1 (604) 681-1568  
Email: [info@madorometals.com](mailto:info@madorometals.com)