

FORM 51-102F3
MATERIAL CHANGE
REPORT

Item 1. Name and Address of Company

Viscount Mining Corp. (the "Company")
409 - 221 W. Esplanade,
North Vancouver BC V7M 3J3

Item 2. Date of Material Change

November 9, 2020

Item 3. News Release

A news release relating to the material change described herein was disseminated by Marketwired on November 12, 2020 and subsequently posted on SEDAR.

Item 4. Summary of Material Change

The Company has completed the first phase of a three-phase drill program at its Silver Cliff property in Colorado.

Item 5. Full Description of Material Change

A full description is attached as Schedule "A"

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

Not Applicable.

Item 7. Omitted Information

Not Applicable.

Item 8. Executive Officer

Please contact Derick Sinclair, Chief Financial Officer, at 604.924.8000

Item 9. Date of Report

DATED November 12, 2020

SCHEDULE A



Viscount Mining Completes Phase 1 Drilling At Silver Cliff Colorado

Vancouver, British Columbia - (November 12, 2020) - Viscount Mining Corp. (TSX-V: VML) (OTCQB: VLMGF) ("**Viscount Mining**") is pleased to announce it has completed the first phase on November 9th of a three phase drill program at its Silver Cliff property in Colorado.

A total of ten NQ core holes were drilled for a combined length of 2,379 feet (729.8 meters).

Four holes were drilled to further define the Kate East high grade zone. Hole DDH-20-01 drilled in this zone showed some spectacular acanthite mineralization. Acanthite is a common silver mineral in moderately low-temperature hydrothermal veins and in zones of supergene enrichment. Acanthite, a silver sulfide mineral (Ag₂S) is the most important mineral of silver in the Kate mineral deposit.

Five of the holes were drilled to expand the resource defined in Viscount's NI 43-101 report by Dr. Gilles Arseneau of ACS in 2018.

Hole DDH-20-05 was drilled in the Passiflora target area. Moderate sulfidation and silicification was encountered at 40 feet (12.1 meters) and continued to 564 feet (179.9 meters). Here a zone was encountered of marked increase in sulfidation and silicification. This was the target zone based on early historic drilling done in the 1980's. It persisted to about 610 feet (184.5 meters), which was longer than expected. Moderate pyrite was observed to the end of the bore. The core from the 10 holes has been submitted to the lab for assays and will be news released when received.

The next phase of the exploration program is planned to commence in early 2021. Plans include conducting additional drilling, geophysics, field mapping and sampling in areas that have not received the full attention they deserved during the historic exploration.

Viscount's 2020/2021 drill campaign has three objectives. They are to expand the previously defined Kate resource (the "KSR") with the objective of adding to the ACS resource estimate of the KSR/Kate deposit. Also, to further outline the South Kate high grade zone as well as moving forward on the evaluation of the resource potential of several other promising targets.

Qualified Persons

The scientific and technical information contained in this news release has been reviewed and approved by Harald Hoegberg PG, an independent consulting geologist who is a "Qualified Person" (QP) as such term is defined under National Instrument 43-101 - *Standards of Disclosure for Mineral Projects* ("NI 43-101").

About Viscount Mining (TSX VENTURE: VML) (OTCQB: VLMGF) .

Viscount Mining is a project generator and an exploration company with a portfolio of silver and gold properties in the Western United States, including Silver Cliff in Colorado and Cherry Creek in Nevada.

The Silver Cliff property in Colorado lies within the historic Hardscrabble Silver District in the Wet Mountain Valley, Custer County, south-central Colorado. It is located 44 miles WSW of Pueblo, Colorado, and has year-around access by paved road. The property consists of 2,319.48 hectares where high grade silver, gold and base metal production came from numerous mines during the period 1878 to the early 1900's. The property underwent substantial exploration between 1967 and 1984.

The property is interpreted to encompass a portion of a large caldera and highly altered sequence of tertiary rhyolitic

flows and fragmental units which offers potential to host deposits with both precious and base metals. This has been demonstrated in the mineralization historically extracted from the numerous underground and surface mining operations. Drilling in the 1980s by Tenneco resulted in a historical pre-feasibility study on which basis it was planned to bring the property to production. The plan was abandoned following a takeover by another company. The Cherry Creek exploration property is in an area commonly known as the Cherry Creek Mining District, located approximately 50 miles north of the town of Ely, White Pine County, Nevada. Cherry Creek consists of 320 unpatented and patented claims as well as mill rights and is comprised of more than 2,658 hectares. Cherry Creek includes more than 20 past producing mines.

For additional information regarding the above noted property and other corporate information, please visit the Company's website at www.viscountmining.com

ON BEHALF OF THE BOARD OF DIRECTORS

"Jim MacKenzie"

President, CEO and Director

For further information, please contact:

Viscount Investor Relations

Email: info@viscountmining.com

FORWARD-LOOKING STATEMENTS

This news release includes certain statements that may be deemed "forward-looking statements" within the meaning of applicable Canadian securities legislation. Forward-looking statements include, but are not limited to, statements with respect to Viscount Mining's operations, exploration and development plans, expansion plans, estimates, expectations, forecasts, objectives, predictions and projections of the future. Specifically, this news release contains forward looking statements with respect to the Offering, the receipt of required approvals, the timing of thereof and the amount and use of proceeds therefrom. Generally, forward-looking statements can be identified by the forward-looking terminology such as "plans", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "projects", "intends", "anticipates", or "does not anticipate", or "believes", or "variations of such words and phrases or state that certain actions, events or results "may", "can", "could", "would", "might", or "will" be taken", "occur" or "be achieved". Forward-looking statements are subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of Viscount Mining to be materially different from those expressed or implied by such forward-looking statements, including but not limited to: risks related to the exploration and development and operation of Viscount Mining's projects, the actual results of current exploration, development activities, conclusions of economic evaluations, changes in project parameters as plans continue to be refined, future precious metals prices, as well as those factors discussed in the sections relating to risk factors of our business filed in Viscount Mining's required securities filings on SEDAR. Although Viscount Mining has attempted to identify important factors that could cause results to differ materially from those contained in forward-looking statements, there may be other factors that cause results to be materially different from those anticipated, described, estimated, assessed or intended.

There can be no assurance that any forward-looking statements will prove accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements. Viscount Mining does not undertake to update any forward-looking statements that are incorporated by reference herein, except in accordance with applicable securities laws.

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