

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

**Item 1. Name and Address of Company**  
Scottie Resources Corp. (“**Scottie**” or the “**Company**”)  
PO Box 48202 Bentall  
Vancouver, BC  
V7X 1H8

**Item 2. Date of Material Change**  
June 8, 2020

**Item 3. News Release**  
The News Release dated June 8, 2020 was disseminated via Globe Newswire.

**Item 4. Summary of Material Change**  
  
Scottie announced that it has closed its non-brokered private placement (the “**Offering**”).  
  
A total of \$968,000 was raised in the Offering, with a total of 4,400,000 units (“**Units**”) being issued.

**Item 5.1 Full Description of Material Change**  
  
Scottie announced that it has closed its previously announced non-brokered private placement offering of Units with a Swiss family office, at a price of \$0.22 per Unit (see news release dated June 1, 2020). Each Unit consists of one common share (a “**Share**”) and one half of one common share purchase warrant (each whole warrant a “**Warrant**”). Each Warrant is exercisable into one common share at a price of \$0.34 per Warrant for a period of two years from closing (the “**Finder’s Warrant Shares**”).

Pursuant to the Offering, the Company issued 4,400,000 Units for gross proceeds of \$968,000. The participation in the Offering has increased the position of the family office to a 9.9% ownership of Scottie Resources on a partially diluted basis.

CEO Bradley Rourke commented: “These funds ensure that our treasury can support both the robust 2020 field program, developed by our geologists over the winter, as well as allow Scottie the flexibility to strategically assess our land claims package in order to maximize shareholder value.”

The proceeds raised by the Company from the sale of the Units will be used for working capital and for exploration of the Company’s mineral properties, located in the Golden Triangle region of British Columbia.

In connection with the Offering, finders fees totaling \$58,080 cash and 132,000 finder’s warrants (each a “**Finder’s Warrant**”) were paid to Blue Lakes Advisors SA. Each Finder’s Warrant is exercisable into one common share of the Company at a price of \$0.34 per common share for a period of two years from closing.

All of the securities issuable pursuant to the Offering will be subject to a four-month hold period from the date of closing, expiring October 9, 2020.

This news release does not constitute an offer to sell or a solicitation of an offer to sell any of the securities in the United States. The securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the “**U.S. Securities Act**”) or any state securities laws and may not be offered or sold within the United States or to U.S. Persons unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available.

**Item 5.2 Disclosure for Restructuring Transaction**

Not Applicable.

**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**

The following Executive Officer of the Company is available to answer questions regarding this report:

Bradley Rourke, Chief Executive Officer, 250-877-9902

**Item 9. Date of Report**

June 17, 2020