

Form 51-102F3

Material Change Report

Item 1 Name and Address of Company

Latin Metals Inc. (formerly Centenera Mining Corporation) (the "Issuer")
Suite 2300 – 1177 West Hastings Street
Vancouver, British Columbia, V6E 2K3

Item 2 Date of Material Change

May 27, 2019

Item 3 News Release

The press release was released on May 23, 2019 through various approved public media and filed with the TSX Venture Exchange and the British Columbia, Alberta and Ontario Securities Commissions.

Item 4 Summary of Material Change

The Issuer has consolidated its shares on a 4:1 basis and changed the name of the Issuer from Centenera Mining Corporation to Latin Metals Inc.

Item 5 Full Description of Material Change

The Issuer reports that, further to news releases dated April 30, 2019 and May 23, 2019 and receipt of final acceptance by the TSX Venture Exchange (the "TSXV") on May 23, 2019, its board of directors approved the consolidation (the "**Consolidation**") of its issued and outstanding common shares (each, a "**Share**") on the basis of (1) post-Consolidation Share for every four (4) pre-Consolidation Shares. In conjunction with the Consolidation, the Issuer also reports the change of its corporate name from "Centenera Mining Corporation" to "Latin Metals Inc."

The Issuer's Shares began trading on a post-Consolidation basis under its new name and trading symbol "LMS" at market open on May 27, 2019. The Consolidation reduced the Issuer's issued and outstanding Shares from 82,626,964 Shares to approximately 20,656,744 Shares. The Issuer's new CUSIP number and ISIN for the Shares is 51829X109 and CA51829X1096, respectively.

The Issuer's board of directors believes that the Consolidation will provide the Issuer with greater flexibility for the continued development of its business and the growth of the Issuer, including possible financing arrangements.

Registered shareholders will receive a letter of transmittal from Computershare Investor Services Inc., the transfer agent for the Shares, describing the process by which shareholders may obtain new certificates representing their post-Consolidation Shares. Shares held in uncertificated form by non-registered shareholders through brokerage accounts will be converted through each shareholder's brokerage accounts. Non-registered shareholders should consult their broker for further information.

Cautionary Note Regarding Forward-Looking Statements

This material change report contains forward-looking statements and forward-looking information (collectively, "forward-looking statements") within the meaning of applicable Canadian and U.S. securities legislation, including the United States Private Securities Litigation Reform Act of 1995. All statements, other than statements of historical fact, included herein including, without limitation, the

change of the Issuer's corporate name, the expected effective date of the Consolidation and the expected outstanding Shares after the completion of the Consolidation and the anticipated business plans and timing of future activities of the Issuer, are forward-looking statements. Although the Issuer believes that such statements are reasonable, it can give no assurance that such expectations will prove to be correct. Forward-looking statements are typically identified by words such as: "believes", "will", "expects", "anticipates", "intends", "estimates", "plans", "may", "should", "potential", "scheduled", or variations of such words and phrases and similar expressions, which, by their nature, refer to future events or results that may, could, would, might or will occur or be taken or achieved.

Forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Issuer to differ materially from any future results, performance or achievements expressed or implied by the forward-looking statements. Such risks and other factors include, among others, actual results of exploration activities, the fact that the Issuer's interests in its mineral properties are only options and there is no guarantee that the interests, if earned, will be certain, requirements for additional capital, future prices of precious metals, copper-gold and lithium, changes in general economic conditions, changes in the financial markets and in the demand and market price for commodities, other risks of the mining industry, the inability to obtain any necessary governmental and regulatory approvals (including TSXV approval of the name change and the Consolidation), changes in laws, regulations and policies affecting mining operations, hedging practices and currency fluctuations, as well as those factors discussed under the heading "Risks and Uncertainties" in the Issuer's most recent management's discussion and analysis and other filings of the Issuer with the Canadian Securities Authorities, copies of which can be found under the Issuer's profile on the SEDAR website at www.sedar.com.

Readers are cautioned not to place undue reliance on forward-looking statements. Except as otherwise required by law, the Issuer undertakes no obligation to update any of the forward-looking information in this news release or incorporated by reference herein.

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

This Report is not being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102.

Item 7 **Omitted Information**

No information has been omitted on the basis that it is confidential information.

Item 8 **Executive Officer**

Keith Henderson, President & CEO is knowledgeable about the material change and may be contacted at 604.638-3456

Item 9 **Date of Report**

May 31, 2019