

## FORM 51-102F3

### MATERIAL CHANGE REPORT

#### **Item 1 Name and Address of Company**

AMV Capital Corporation (the “**Company**”)  
Suite 200, 551 Howe Street  
Vancouver, British Columbia  
V6C 2C2

#### **Item 2 Date of Material Change**

December 12, 2019

#### **Item 3 News Release**

A news release dated December 13, 2019 was disseminated to the Vancouver Stock Exchange and through various other approved public media and filed on SEDAR with the securities commissions of British Columbia, Alberta, and Ontario.

#### **Item 4 Summary of Material Change(s)**

On December 12, 2019, the Company completed its initial public offering (“**IPO**”) on the TSX Venture Exchange (“**TSX-V**”) pursuant to which it has sold 4,000,000 common shares of the Company (the “**Offered Shares**”) at a price of \$0.10 per Offered Share to raise gross proceeds of \$400,000.

The Common Shares were listed for trading on the TSX-V on December 12, 2019 under the symbol “AMV”.

#### **Item 5 Full Description of Material Change**

##### **5.1 Full Description of Material Change**

On December 12, 2019, the Company completed its IPO on the TSX-V pursuant to which it has sold 4,000,000 Offered Shares at a price of \$0.10 per Offered Share to raise gross proceeds of \$400,000.

Mackie Research Capital Corporation (“**Mackie**”) acted as AMV’s agent in respect of the IPO and received a cash commission equal to 8% of the gross proceeds of the IPO and a corporate finance fee of \$32,000. The Company also issued an aggregate of 320,000 agent’s share purchase warrants (the “**Agent’s Warrants**”) to Mackie and to Canaccord Genuity, with each Agent’s Warrant entitling the holder thereof to purchase one common share of the Company (a “**Common Share**”) at a price of \$0.10 per share for a period of two years.

The Company intends to use the net proceeds from the IPO to conduct its exploration program the Company’s Sage Property near Kamloops, British Columbia and for general working capital purposes.

The Common Shares were listed for trading on the TSX-V on December 12, 2019 under the symbol “AMV”. Trading of the Common Shares was halted by the TSX-V pending

closing of the IPO, and trading of the Common Shares is expected to resume at the open on Tuesday, December 17, 2019.

**5.2 Disclosure for Restructuring Transactions**

Not applicable.

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

Not applicable.

***Item 7 Omitted Information***

Not applicable.

***Item 8 Executive Officer***

Jerry A. Minni, Chief Financial Officer and Director  
Tel: 604-683-8610

***Item 9 Date of Report***

December 13, 2019