

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1 Name and Address of Company

Zincore Metals Inc. (the “Company”)
Suite 202, 5626 Larch St.
Vancouver, BC V6M 4E1

Item 2 Date of Material Change

January 22, 2019

Item 3 News Release

The news release was disseminated on January 22, 2019 through Filing Services Canada Inc. filed on SEDAR.

Item 4 Summary of Material Change

The Company announced that Roman Friedrich had resigned as a member of the Company’s Board of Directors and that Allan Williams had been appointed to the Board.

5.1 Full Description of Material Change

Please see attached news release dated January 22, 2019.

5.2 Disclosure for Restructuring Transactions

Not applicable.

Item 5 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

Item 6 Omitted Information

Not applicable.

Item 7 Executive Officer

For further information, contact:

Adam Ho
Chief Financial Officer
Telephone: 604-669-6611

Item 8 Date of Report

January 25, 2019

ZINCORE APPOINTS ALLAN WILLIAMS TO BOARD OF DIRECTORS

Vancouver, B.C. January 22, 2019 – **Zincore Metals Inc. (NEX: ZNC.H)** (“**Zincore**” or the “**Company**”) reports that Roman Friedrich has tendered his resignation from the Company's Board of Directors. Concurrently, the Company also announces that it has appointed Allan Williams to its Board.

Zincore President and CEO, Jorge Benavides commented, “Roman has been with Zincore since I joined the Company and he has always been a great resource for me and Zincore. We will miss his counsel and wish him great success in all his future endeavours”.

Mr. Benavides concluded, “Although we will miss Roman’s input, we are glad to have Allan join us as a Director. He has significant public market and junior resource company board experience, and we look forward to benefiting from his insights”.

Allan Williams is a self-employed business consultant, who has been involved with public companies and the capital markets for over 30 years. As both an executive and a board member he has helped run and structure junior companies, including taking companies from their beginning stages to going public. Mr. Williams has experience in mergers and acquisitions, as well as helping raise capital for early stage companies.