

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

**Item 1 Name and Address of Company**

Sonoro Metals Corp. (the "Company")  
1112, 409 Granville Street,  
Vancouver, BC V6C 1T2

**Item 2 Date of Material Change**

December 9, 2019.

**Item 3 News Release**

The news release was disseminated through Stockwatch on December 9, 2019.

**Item 4 Summary of Material Change**

The Company announced the resignation of Scott Kelly as CFO and from the board of directors and the appointment of Salil Dhaumya as the new CFO of the Company. The Company also announced the grant of 200,000 options to Salil Dhaumya.

**Item 5 Full Description of Material Change**

**5.1 Full Description of Material Change**

The Company announced the appointment of Salil Dhaumya as the company's new CFO.

Mr. Dhaumya has over 15 years' relevant experience in the mining sector and will continue to serve as CFO at both War Eagle Mining Co. and Canada Rare Earth Corporation. He is also the CFO and co-founder of Green Mountain Ltd. Mr. Dhaumya previously served as the CFO, Principal Accounting Officer and Secretary of Pan American Goldfields Ltd. and as a Controller and General Manager of Aquilini Investment Group. He obtained a Bachelor of Commerce (Honours) Degree from Panjab University, India and a Certified Management Accountant (CMA) Canadian designation.

The Company also granted 200,000 incentive stock options to Salil Dhaumya at an exercise price of CAD\$0.16 per share for a period of two years from the date of grant.

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**5.2 Disclosure on Restructuring Transactions**

Not applicable.

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

Not applicable.

**Item 7 Omitted Information**

None.

**Item 8 Executive Officer**

Kenneth MacLeod, President  
Business Telephone: (604) 632-1764

**Item 9 Date of Report**

December 9, 2019.