

51-102F3 MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Southern Silver Exploration Corp. (the “Company”)
1100 – 1199 West Hastings Street
Vancouver, BC V6E 3T5

Item 2 Date of Material Change

September 15, 2021

Item 3 News Release

A news release was issued in Vancouver, British Columbia on September 20, 2021 and distributed through Newsfile Corp.

Item 4 Summary of Material Change

The Company completed the final payment to Electrum Global Holdings LP to acquire a 100% interest in the Cerro Las Minitas project.

Item 5 Full Description of Material Change

See attached news release.

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

This report is not being filed on a confidential basis in reliance on subsection 7.1(2) 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

The following officer of the Company is knowledgeable about the material change disclosed in this report: Lawrence Page, President, Tel: (604) 684-9384

Item 9 Date of Report

September 21, 2021

Southern Silver Completes Final Payment to Acquire 100% Interest in the Cerro Las Minitas Silver Project

Vancouver, British Columbia--(Newsfile Corp. - September 20, 2021) - **Southern Silver Exploration Corp. (TSXV: SSV) (the "Company" or "Southern Silver")** purchased a 60% indirect working interest in the Cerro Las Minitas project (the "CLM Project") located in Durango, Mexico from Electrum Global Holdings LP ("Electrum") in September 2020 subject to a security pledge. The Company has now made the final payment to Electrum of US\$2 million and issued 7,971,878 common shares equal to US\$2 million (based on the prior 20-day VWAP) and now holds a 100% interest in the CLM Project free of such security pledge. As consideration for the acquisition, Southern Silver has paid Electrum an aggregate US\$15 million in a combination of cash and common shares.

Benefits to Southern Silver Shareholders:

- Simplifies ownership structure of the CLM Project
- Establishes full control over project timeline and removes perceived joint venture discount
- Provides 100% ownership of a premier, polymetallic deposit in Mexico with substantial resource growth potential (with a focus on targeting high grade silver targets)
- 150% increase in attributable resources to current resource of Indicated: 134Mozs AgEq and Inferred: 138Mozs AgEq ⁽¹⁾
- Highly accretive to Southern Silver shareholders
- Electrum remains a supportive cornerstone investor
- Southern Silver becomes a more attractive takeover target
- Enhances the market profile of the Company relative to its peer group

Acquiring Electrum's 60% interest provided Southern Silver with an additional **49.9 million ounces of silver** and **1.35 billion pounds of combined lead and zinc** to its account based on the current National Instrument 43-101 (2019) Mineral Resources estimate of the CLM Project. Additionally, Southern Silver has become more attractive on a corporate level with the Company's market profile being enhanced by having sole ownership of one of the largest and highest grade, undeveloped silver projects in the world.

Since execution of the agreement in June, 2020, the Company has continued to advance and expand the CLM Project by completing a total of 56 core holes totaling 22,360 metres with drilling recommencing in September 2020. Southern Silver has now tested over 850 metres of strike length along the east side of the Cerro to depths of up to 500 metres, primarily in the South Skarn and Mina La Bocona target areas.

Results from all drill programs since the date of the current Mineral Resource Estimate (2019) will be incorporated into a current mineral resource report on the CLM Project to be released within the next few weeks. As well, the Company continues to proceed with completing a Preliminary Economic Assessment (PEA) for issuance in Q1, 2022.

The Cerro Las Minitas project as of May 9th, 2019 contains a Mineral Resource Estimate, at a 175g/t AgEq cut-off, of⁽¹⁾

- Indicated - 134Moz AgEq: 37.5Moz Ag, 40Mlb Cu, 303Mlb Pb and 897Mlb Zn
- Inferred - 138Moz AgEq: 45.7Moz Ag, 76Mlb Cu, 253Mlb Pb and 796Mlb Zn

Lawrence Page, Q.C., Southern Silver's President and Director, stated: *"Electrum was a great joint*

2019 Resource. Now Southern Silver, as the sole owner of the CLM Project, has explored new zones to establish resources not yet included in the Resource published in 2019. We anticipate that the aggregate Resource, soon to be presented and published, will significantly enhance the magnitude and value of the CLM Project. Electrum remains as a significant and supportive shareholder."

Equity Raises and Warrant Exercises: During the past twenty-one months the Company has raised \$35,500,000 in equity raises, warrant and option exercises which has allowed the Company to fund the purchase of the 60% working interest and exploration costs at CLM. \$15.5M remains in treasury to fund exploration and PEA costs at CLM and exploration costs at the Oro porphyry copper-gold project located in southern New Mexico, USA.

About Southern Silver Exploration Corp.

Southern Silver Exploration Corp. is an exploration and development company with a focus on the discovery of world-class mineral deposits. Our specific emphasis is the 100% owned Cerro Las Minitas silver-lead-zinc project located in the heart of Mexico's Faja de Plata, which hosts multiple world-class mineral deposits such as Penasquito, San Martin, Naica and Pitarrilla. We have assembled a team of highly experienced technical, operational and transactional professionals to support our exploration efforts in developing the Cerro Las Minitas project into a premier, high-grade, silver-lead-zinc mine. The Company engages in the acquisition, exploration and development either directly or through joint-venture relationships in mineral properties in major jurisdictions. Our property portfolio also includes the Oro porphyry copper-gold project located in southern New Mexico, USA.

1. The 2019 Cerro Las Minitas Resource Estimate was prepared following CIM definitions for classification of Mineral Resources. Resources are constrained using mainly geological constraints and approximate 10g/t AgEq grade shells. The block models are comprised of an array of blocks measuring 10m x 2m x 10m, with grades for Au, Ag, Cu, Pb, Zn values interpolated using ID3 weighting. Silver and zinc equivalent values were subsequently calculated from the interpolated block grades. The model is identified at a 175g/t AgEq cut-off, with an indicated resource of 11,102,000 tonnes averaging 105g/t Ag, 0.10g/t Au, 1.2% Pb, 3.7% Zn and 0.16% Cu and an inferred resource of 12,844,000 tonnes averaging 111g/t Ag, 0.07g/t Au, 0.9% Pb, 2.8% Zn and 0.27% Cu. AgEq cut-off values were calculated using average long-term prices of \$16.6/oz. silver, \$1,275/oz. gold, \$2.75/lb. copper, \$1.0/lb. lead and \$1.25/lb. zinc. Metal recoveries for the Blind, El Sol and Las Victorias deposits of 91% silver, 25% gold, 92% lead, 82% zinc and 80% copper and for the Skarn Front deposit of 85% silver, 18% gold, 89% lead, 92% zinc and 84% copper were used to define the cut-off grades. Base case cut-off grade assumed \$75/tonne operating, smelting and sustaining costs. All prices are stated in \$USD. Silver Equivalents were calculated from the interpolated block values using relative recoveries and prices between the component metals and silver to determine a final AgEq value. The same methodology was used to calculate the ZnEq value. Mineral resources are not mineral reserves until they have demonstrated economic viability. Mineral resource estimates do not account for a resource's mineability, selectivity, mining loss, or dilution. The current Resource Estimate was prepared by Garth Kirkham, P. Geo. of Kirkham Geosciences Ltd. who is the Independent Qualified Person responsible for presentation and review of the Mineral Resource Estimate. All figures are rounded to reflect the relative accuracy of the estimate and therefore numbers may not appear to add precisely.

Robert Macdonald, MSc. P. Geo, is a Qualified Person as defined by National Instrument 43-101 and supervised directly the collection of the data from the CLM Project that is reported in this disclosure and is responsible for the presentation of the technical information in this disclosure.

On behalf of the Board of Directors

"Lawrence Page"

Lawrence Page, Q.C.

President & Director, Southern Silver Exploration Corp.

For further information, please visit Southern Silver's website at southernsilverexploration.com or contact us at 604.641.2759 or by email at ir@mnx ltd.com.

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inherent risks and uncertainties. Actual results may differ materially from those currently anticipated in such statements. Factors that could cause actual results to differ materially from those in forward-looking statements include the timing and receipt of government and regulatory approvals, and continued availability of capital and financing and general economic, market or business conditions. Southern Silver Exploration Corp. does not assume any obligation to update or revise its forward-looking statements, whether as a result of new information, future events or otherwise, except to the extent required by applicable law.



To view the source version of this press release, please visit <https://www.newsfilecorp.com/release/97026>.