

**SOUTHERN SILVER EXPLORATION CORP.**  
**FORM 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**

December 16, 2025

**Item 3 News Release**

A news release was issued in Vancouver, British Columbia on December 16, 2025 and distributed through Newsfile Corp.

**Item 4 Summary of Material Change**

On December 16, 2025, the Company closed its previously announced “bought deal” private placement (the “**Offering**”) for gross proceeds of C\$6,000,000, which included the exercise in full of the over-allotment option. Pursuant to the Offering, the Company sold 12,000,000 common shares in the capital of the Company (each, a “**Common Share**”) at a price of C\$0.50 per Common Share (the “**Offering Price**”). Red Cloud Securities Inc. (“**Red Cloud**”) acted as sole underwriter and bookrunner under the Offering.

**Item 5 Full Description of Material Change**

On December 16, 2025, the Company closed the Offering for gross proceeds of C\$6,000,000, which included the exercise in full of the over-allotment option. Pursuant to the Offering, the Company sold 12,000,000 Common Shares at the Offering Price. Red Cloud acted as sole underwriter and bookrunner under the Offering.

The Company intends to use the net proceeds from the Offering for the advancement of the Cerro Las Minitas project located in the state of Durango, Mexico as well as for working capital and general corporate purposes, as is more fully described in the Offering Document (as defined herein).

In accordance with National Instrument 45-106 - *Prospectus Exemptions* (“**NI 45-106**”), the Common Shares were sold to Canadian purchasers pursuant to the listed issuer financing exemption under Part 5A of NI 45-106, as amended by Coordinated Blanket Order 45-935 – *Exemptions from Certain Conditions of the Listed Issuer Financing Exemption* (the “**Listed Issuer Financing Exemption**”) and sold in offshore jurisdictions and in the United States by way of private placement pursuant to the exemptions from the registration requirements provided for under the United States Securities Act of 1933, as amended (the “**U.S. Securities Act**”). The Common Shares are immediately freely tradeable in accordance with applicable Canadian securities legislation if sold to purchasers resident in Canada.

As consideration for their services, Red Cloud received aggregate cash fees of C\$346,800 and 693,600 non-transferable common share purchase warrants (the “**Broker Warrants**”). In addition, the Company has paid finders’ fees of \$5,400 and issued 10,800 non-transferable common share purchase warrants (the “**Finder Warrants**”) to certain finders in consideration for introducing subscribers under a

President's list. Each Broker Warrant and Finder Warrant is exercisable into one Common Share at the Offering Price at any time on or before December 16, 2028. The Broker Warrants, Finder Warrants and the Common Shares issuable upon the exercise of the Broker Warrants and Finder Warrants are subject to a hold period in accordance with applicable Canadian securities law, expiring four months and one day following the issue date, being April 17, 2026.

There is an offering document (the "**Offering Document**") related to the Offering that can be accessed under the Company's profile at [www.sedarplus.ca](http://www.sedarplus.ca) and on the Company's website at: [www.southernsilverexploration.com](http://www.southernsilverexploration.com).

The closing of the Offering remains subject to the final approval of the TSX Venture Exchange.

#### **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) 806-0626.

#### **Item 9 Date of Report**

December 16, 2025.

#### ***Cautionary Statement on Forward-Looking Information***

*This material change report contains forward-looking statements. Forward-looking statements address future events and conditions and therefore involve inherent risks and uncertainties. Actual results may differ materially from those currently anticipated in such statements. In particular, this material change report contains forward-looking information relating to, among other things, the final approval of the Offering from the TSX Venture Exchange and the intended use of proceeds of the Offering. These statements are based on a number of assumptions, including, but not limited to, general economic conditions, interest rates, commodity markets, regulatory and governmental approvals for the Company's projects, and the availability of financing for the Company's development projects on reasonable terms. 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.*