

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

**Item 1 Name and Address of Company**

AVANTE MINING CORP. (formerly “ArcPacific Resources Corp.”) (the “Company”)  
Suite 810 - 789 West Pender Street  
Vancouver, BC V6C 1H2

**Item 2 Date of Material Change**

September 1, 2023

**Item 3 News Release**

The news release was disseminated by way of the facilities of Newsfile.

**Item 4 Summary of Material Change**

On September 1, 2023, the Company closed a flow-through private placement.

**Item 5 Full Description of Material Change**

On September 1, 2023, the Company announced the closing of a non-brokered private placement of 3,000,000 flow-through common shares of the Company (the “**FT Shares**”), issued at a price of \$0.15 per FT Share for aggregate gross proceeds of \$450,000 to the Company (the “**Private Placement**”). Each FT Share is issued as a “flow-through share” (within the meaning of subsection 66(15) of the Income Tax Act (Canada)).

The gross proceeds of the Private Placement will be used by the Company to incur eligible “Canadian exploration expenses” that will qualify as “flow-through mining expenditures” as such terms are defined in the Income Tax Act (Canada) (the “**Qualifying Expenditures**”) related to the Company’s properties located in Newfoundland and Labrador, Canada on or before December 31, 2024. All Qualifying Expenditures will be renounced in favour of the subscribers effective December 31, 2023.

In connection with the Private Placement, the Company paid finder fees of \$45,000 cash and issued 300,000 non-transferable finder's warrants (“**Finder’s Warrants**”) to an eligible arm’s length party. Each Finder’s Warrant is exercisable to acquire one additional common share in the capital of the Company, at an exercise price of \$0.15 per common share for a period of two years from closing.

All securities issued pursuant to the Private Placement are subject to a hold period of four months plus one day from the date of issuance and the resale rules of applicable securities legislation, which will expire on January 2, 2024.

The closing of the Private Placement is subject to certain conditions including, but not limited to, the receipt of all necessary regulatory, including the approval of the TSX Venture Exchange.

**Item 5.2 Disclosure for Restructuring Transactions**

Not applicable.

**Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102**

Not applicable.

**Item 7 Omitted Information**

Not applicable.

**Item 8 Executive Officer**

Adrian Smith  
CEO & Director

Business Telephone: 778-331-3816  
Email: info@arcpacific.ca

**Item 9 Date of Report**

September 1, 2023.