

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

**Section 7.1 of National Instrument 51-102
Continuous Disclosure Obligations**

Item 1 Name and Address of Company

Starr Peak Mining Ltd.
300 – 1055 West Hastings Street
Vancouver, BC V6E 2E9

Item 2 Dates of Material Change

March 17, 2025

Item 3 News Release

A news release relating to the material change was disseminated by via Cision on March 17, 2025. The news release has also been filed on the System for Electronic Document Analysis and Retrieval + (“SEDAR+”) and is available at www.sedarplus.ca.

Item 4 Summary of Material Change

Starr Peak Mining Ltd. (“Starr Peak” or the “Company”) (TSXV:STE) (OTCQX:STRPF) announced that it closed a non-brokered private placement (the “Offering”) of 4,004,000 units (the “Units”) of the Company at a price of \$0.35 per Unit for gross proceeds of \$1,401,400.

Item 5 Full Description of Material Change

Starr Peak Mining Ltd. ("Starr Peak" or the "Company") (TSXV:STE) (OTCQX:STRPF) announced that it closed a non-brokered private placement (the “Offering”) of 4,004,000 units (the “Units”) of the Company at a price of \$0.35 per Unit for gross proceeds of \$1,401,400. The private placement was completed by one strategic investor. Each Unit consists of one common share and one share purchase warrant, with each share purchase warrant entitling the holder to acquire an additional common share of the Company at a price of \$0.45 per share for a period of 18 months from the closing date.

The proceeds from the Offering will be used for exploration and drilling activities on the Company’s Quebec properties and for general working capital.

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

Johnathan More, Chairman and CEO
(515) 401-7479

Item 9 Date of Report

March 27, 2025.