

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1 Name and Address of Company

Halcones Precious Metals Corp. (the “**Company**”)
36 Lombard Street
Floor 4
Toronto, Ontario
M5C 2X3

Item 2 Date of Material Change

August 18, 2023

Item 3 News Releases

A news release was issued by the Company on August 18, 2023, in respect of the material change and was disseminated through the facilities of GlobeNewswire and filed on SEDAR.

Item 4 Summary of Material Changes

The Company has closed the final tranche (the “**Final Tranche**”) of its non-brokered private placement financing (the “**Offering**”). The Company issued 6,900,000 units (the “**Units**”) at a price of \$0.05 per Unit for gross proceeds of \$345,000 in the Final Tranche and together with the first three tranches of the Offering, the Company has issued an aggregate of 61,162,295 Units for aggregate gross proceeds of \$3,058,146.

Item 5 Full Description of Material Changes

The Company has closed the Final Tranche of the Offering. The Company issued 6,900,000 Units at a price of \$0.05 per Unit for gross proceeds of \$345,000 in the Final Tranche and together with the first three tranches of the Offering, the Company has issued an aggregate of 61,162,295 Units for aggregate gross proceeds of \$3,058,146.

Each Unit is comprised of one common share in the capital of the Company (each a “**Common Share**”) and one-half of one Common Share purchase warrant (each whole warrant, a “**Warrant**”). Each Warrant entitles the holder to purchase one Common Share at an exercise price of \$0.10 per Common Share for a period of 36 months. Securities issued under the Offering carry a hold period of 4 months and one day as required under applicable securities laws.

In connection with the Final Tranche, Halcones paid finder’s fees of \$10,500 in cash and issued 210,000 non-transferable finder’s warrants (the “**Finder’s Warrants**”). Each Finder’s Warrant entitles the holder thereof to acquire one Common Share at a price of \$0.05 for a period of 36 months following the date hereof.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Ian Parkinson, CEO
Halcones Precious Metals Corp.
Email: info@halconespreciousmetals.com

Item 9 Date of Report

August 18, 2023