

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

**Item 1 Name and address of the Company**

**Vior Inc. (“Vior” or the “Company”)**  
240-995 Wellington Street  
Montréal, Québec H3C 1V3

**Item 2 Date of material change**

October 21, 2021.

**Item 3 News release**

The press release was issued and distributed via AccessWire on October 22, 2021.

**Item 4 Summary of material change**

Vior announced that it has completed the closing of a non-brokered private placement by issuing a total of 5,327,628 flow-through common shares (the “**Flow-Through Shares**”) at \$0.28 per share, for total gross proceeds of \$1,491,736. The securities issued in the private placement are subject to a four-month hold period expiring on February 22, 2022.

**Item 5 Full description of material change**

Vior announced that it has completed the closing of a non-brokered private placement by issuing a total of 5,327,628 Flow-Through Shares at \$0.28 per share, for total gross proceeds of \$1,491,736. The securities issued in the private placement are subject to a four-month hold period expiring on February 22, 2022.

Vior will use the private placement proceeds to fund exploration work on its Quebec properties.

The Insiders’ participation for \$222,600 is exempt from the formal valuation and minority shareholder approval requirements provided under Regulation 61-101 respecting Protection of Minority Security Holders in Special Transactions (“Regulation 61-101”) in accordance with Sections 5.5(a) and 5.7(1)(a) of Regulation 61-101. The exemption is based on the fact that neither the fair market value of the private placement, nor the consideration paid by such Insiders exceeds 25% of the market capitalization of the Corporation.

As a result of the closing of the private placement, there are now 78,271,895 common shares of Vior issued and outstanding.

The private placement was carried out pursuant to prospectus exemptions of applicable securities laws and is subject to final acceptance by the TSX Venture Exchange. In connection with the Offering, finder’s fees equal to an aggregate amount of \$58,552 were paid to arm’s length third parties of Vior.

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

Non applicable.

**Item 7**      **Omitted Information**

None.

**Item 8**      **Executive Officer**

Mark Fedosiewich  
President and CEO  
Tel.: 613-898-5052  
mfedosiewich@vior.ca

**Item 9**      **Date of Report**

November 1, 2021.