

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

1. NAME AND ADDRESS OF COMPANY

AbraPlata Resource Corp.
303 - 750 West Pender Street
Vancouver, BC
V6C 2T7

2. DATE OF MATERIAL CHANGE

November 29, 2019.

3. PRESS RELEASE

The press release was issued on November 29, 2019 and was disseminated through the facilities of a recognized newswire services. A copy of the press release was filed on SEDAR.

4. SUMMARY OF MATERIAL CHANGE

AbraPlata files amended and restated interim financial statements and Aethon Minerals files management information circular supplement.

5. FULL DESCRIPTION OF MATERIAL CHANGE

Toronto, Ontario. – November 29, 2019, **AbraPlata Resource Corp.** (“**AbraPlata**”) (TSX.V:ABRA; OTCPK: ABBRF) announces that it has filed amended and restated Consolidated Interim Financial Statements and Management Discussion & Analysis (the “MD&A”) for the three months ended March 31, 2019 and the six months ended June 30, 2019. The amended and restated financial statements and MD&A for these periods are available under AbraPlata’s profile on SEDAR at www.sedar.com. As a result, **Aethon Minerals Corp.** (“**Aethon**”) (TSX-V: AET) announces that it has filed a supplement to the Management Information Circular (the “Circular”) for the Special Meeting of the Shareholders of Aethon Minerals, to be held on December 12, 2019. The Circular pertains to a proposed transaction between AbraPlata and Aethon (the “Proposed Transaction”), as initially announced in a joint news release dated September 12, 2019. The supplement to the Circular (the “Circular Supplement”) is available under Aethon’s profile on SEDAR at www.sedar.com.

Amended and Restated AbraPlata Q1 & Q2 2019 Consolidated Interim Financial Statements and MD&A

Following a review by AbraPlata’s auditors, Crowe Mackay LLP, AbraPlata has amended and restated its Q1 & Q2 2019 Consolidated Interim Financial Statements and MD&A, as initially reported, to reflect the application of IAS 29, Financial Reporting in Hyper-Inflationary Economies, for the period from January 1, 2019, to June 30, 2019. Under IAS 29, the application of hyperinflation accounting requires restatement of the nonmonetary assets and liabilities, shareholders’ equity and comprehensive loss items of the Company’s Argentine subsidiaries from the acquisition

date when they were first recognized to reflect the Argentine subsidiaries' current purchasing power based on a price index current at the end of the relevant financial reporting period of the Company. The IAS 29 hyperinflation accounting was not applied to the originally published Consolidated Interim Financial Statements for the three months ended March 31, 2019, and the six months ended June 30, 2019. In the restated Consolidated Interim Financial Statements, Mineral Interests, a Non-Current Asset, increased by CAD\$500,745 and Total Shareholder's Equity increased by CAD\$500,745.

Management is of the view that these non-cash adjustments have no impact on the Company's mineral properties or financial position.

Aethon Circular Amendment

Aethon has filed the Circular Supplement for the purposes of incorporating by reference the amended and restated Consolidated Interim Financial Statements and MD&A for the six months ended June 30, 2019 (the "**AbraPlata Q2 Financial Information**"). In addition, the Circular Supplement includes certain unaudited pro forma consolidated information (the "**Pro Forma Financial Information**"), comprised of information derived, in part, from the AbraPlata Q2 Financial Information, including the summary information set forth below which is extracted from and should be read in conjunction with the Pro Forma Financial Information and the accompanying notes included in the Circular Supplement.

<u>Unaudited (in thousands of Canadian dollars)</u>	<u>Six months ended June 30, 2019</u>	<u>Year ended December 31, 2018</u>
Pro Forma Statement of Operations Data:		
Revenue	Nil	Nil
Net Loss.....	1,114	3,320
Comprehensive Loss	637	4,537
Pro Forma Per AbraPlata Share Data:		
Net loss per share	249,458,862	81,673,478
	0.00	0.00
		<u>As at June 30, 2019</u>
Pro Forma Statement of Financial Position Data:		
Total current assets.....		4,207
Total assets		13,955

Total current liabilities	1,055
Total liabilities	1,055
Total equity	12,901

About Aethon Minerals

Aethon Minerals is a mineral exploration company focused on creating shareholder value. Aethon has a large prospective land position along prolific mining belts located in northern Chile. Aethon believes it is uniquely positioned for growth and is actively pursuing selective exploration-stage growth opportunities. Aethon is based in Toronto, Canada, and is listed on the TSX-V under the symbol "AET".

About AbraPlata

AbraPlata is focused on exploring and advancing its flagship Diablillos silver-gold property. In addition, AbraPlata owns the highly prospective Cerro Amarillo property with its cluster of five mineralized Cu-(Mo-Au) porphyry intrusions located in a mining camp hosting the behemoth El Teniente, Los Bronces, and Los Pelambres porphyry Cu-Mo deposits. As well, AbraPlata is advancing Aguas Perdidas, its wholly owned Patagonia-style epithermal Au-Ag property. AbraPlata is based in Vancouver, Canada, and is listed on the TSX-V under the symbol "ABRA".

For further information please contact:

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6. RELIANCE OF SUBSECTION 7.1(2) OF NATIONAL INSTRUMENT 51-201
Not applicable.

7. OMITTED INFORMATION

No information has been intentionally omitted from this form.

8. EXECUTIVE OFFICER

The name and business number of an officer of AbraPlata through whom an executive officer who is knowledgeable about the material change and this report may be contacted is:

Robert Bruggeman
Interim Chief Executive Officer

Telephone: (416) 884-3556

9. DATE OF REPORT

DATED this 29th day of November, 2019.