

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

Item 1 Name and Address of Company

Tri Origin Exploration Ltd.
125 Don Hillock Drive, Unit 18
Aurora, Ontario
L4G 0H8

Item 2 Date of Material Change

January 08, 2021

Item 3 News Release

The press release was released on January 13, 2021.

Item 4 Summary of Material Change

The Company completed a non-brokered private placement whereby existing insiders of the Company participated in the private placement. The participation by the existing insiders are related party transactions.

Item 5 Full Description of Material Change

The participating insiders of the Company have subscribed for an aggregate of 978,154 units of the Company for aggregate gross proceeds of \$125,500. The Insiders' participation in the Private Placement will support advancement of the Company's mining projects and general working capital purposes. The issuance of the units to the Insiders pursuant to the Private Placement are considered related party transactions within the meaning of TSXV Policy 5.9 and Multilateral Instrument 61-101 Protection of Minority Security Holders in Special Transactions ("MI 61-101"). The Company intends to rely on the exemptions from the formal valuation and minority approval in sections 5.5(b) and 5.7(b) of MI 61-101 in respect of the Company not listed on specific markets and the related party transaction not exceeding \$2,500,000 respectively.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Robert Valliant
President
Tri Origin Exploration Ltd
905-727-1779

Item 9	Date of Report
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January 13, 2021
