Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

Sonoro Metals Corp. (the "**Company**")
408, 470 Granville Street,
Vancouver, BC V6C 1V5

Item 2 Date of Material Change

September 4, 2020

Item 3 News Release

The news release was disseminated through GlobeNewswire on September 8, 2020 and was subsequently filed on SEDAR.

Item 4 Summary of Material Change

The Company announced results of its Annual General Meeting of Shareholders.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

On September 4, 2020, the Company held its Annual General Meeting of Shareholders ("AGM") in Vancouver, BC. At the Meeting, shareholders approved all resolutions put before them by management including the election of all director nominees, the re-appointment of the auditors, the approval of the Company's share incentive plan and the cancellation and grant of stock options.

Results of Annual General Meeting

Election of the Board of Directors
The shareholders elected to set the number of directors at six (6). The shareholders re-elected John M. Darch, Kenneth MacLeod, Stephen Kenwood, Neil Maedel and James Taylor and elected Curtis Turner to serve as directors of the Company until the next annual meeting of the shareholders.

Appointment of Auditors
The shareholders re-appointed Smythe LLP, as the Company's auditors of the Company for the ensuing year, with their remuneration to be determined by the Board of Directors.

Continuance of Share Option Incentive Plan
The shareholders approved the continuance of the Company's share option incentive plan. The principal features of the Plan were disclosed in the Information Circular mailed to the shareholders and is available at www.sedar.com.

Following the Meeting, the Board appointed Kenneth MacLeod, Stephen Kenwood and Curtis Turner to its Audit and Compensation Committees. The Board also reappointed Kenneth MacLeod as President and Chief Executive Officer, Salil Dhaumya as Chief Financial Officer, Katharine Regan as Corporate Secretary and Jorge Diaz as Vice President, Operations.

Furthermore, Sonoro has granted, under its Share Option Plan, incentive stock options to certain directors of the Company to purchase an aggregate of 550,000 common shares exercisable for a period of up to three years from the date of grant at a price of $0.30 per share. This grant is subject to acceptance for filing by the TSX Venture Exchange.

Election of Curtis Turner as a Director

Mr. Turner has over 15 years' experience in business and finance; including mergers and acquisitions, public reporting and operations, as well as community and government relations. He is currently the CFO for Rawhide Mining LLC, a producing heap-leach gold mine in Nevada, which is majority owned by Coral Reef Capital, a Private Investment firm. Previously, Mr. Turner was the CEO and director of Candelaria Mining Corp. and held a senior management position at Argonaut Gold Inc., where he was a key member of the team that successfully completed four acquisitions totaling over $700 million. Prior to his position at Argonaut Gold, Mr. Turner was CFO at sodium cyanide manufacturer Cyanco International LLC., Director of Finance at Yamana Gold Inc. and Corporate Controller at Meridian Gold Inc.

Appointment of Jorge Diaz as Vice President, Operations

Mr. Jorge Alberto Diaz Avalos has been appointed to the position of Sonoro's Vice President, Operations. He has been engaged as an independent consultant to Sonoro since the acquisition of the Cerro Caliche project and his responsibilities will now expand to include the management of all aspects of field operations. Mr. Diaz is a mining engineer with a master's degree in Mining Engineering from the Colorado School of Mines and has an extensive background in mine development. He had a successful and long career with Peñoles and Luismin were he developed underground and open pit operations. He directed the development, construction and operations of both the La Colorada project for Eldorado Gold and later the Cieneguita heap leach mine for Glamis Gold. As General Manager he led the multinational team that developed Alamos Gold's Mulatos Mine and also directed the design, construction and start of production of Morgain Minerals El Cairo Mine. Through his consulting, engineering design and construction services company, Interminera, Mr. Diaz led the development of Pediment Gold's and later Argonaut Gold's La Colorada mine and the San Antonio deposit. He subsequently discovered a gold deposit in Quiriego, Sonora State, which he is currently operating as an open-pit heap-leach mine.

5.2 Disclosure on Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7 Omitted Information

None.

Item 8 Executive Officer

Kenneth MacLeod, President
Business Telephone: (604) 632-1764

Item 9 Date of Report

September 8, 2020