

51-102F3 MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Southern Silver Exploration Corp. (the “Company”)
1100 – 1199 West Hastings Street
Vancouver, BC V6E 3T5

Item 2 Date of Material Change

July 19, 2024

Item 3 News Release

A news release was issued in Vancouver, British Columbia on July 23, 2024 and distributed through Newsfile.

Item 4 Summary of Material Change

The Company has closed the first tranche of its previously reported non-brokered private placement by issuing 9,508,978 units at a price of \$0.22 per unit for gross proceeds of \$2,091,975.

Item 5 Full Description of Material Change

Please see attached the news release issued on July 23, 2024.

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

This report is not being filed on a confidential basis in reliance on subsection 7.1(2) of National Instrument 51-102.

Item 7 Omitted Information

No information has been omitted on the basis that it is confidential information.

Item 8 Executive Officer

The following officer of the Company is knowledgeable about the material change disclosed in this report: Lawrence Page, K.C., Chairman, Tel: (604) 806-0626

Item 9 Date of Report

July 25, 2024

Southern Silver Closes First Tranche of Previously Announced Private Placement

Vancouver, British Columbia--(Newsfile Corp. - July 23, 2024) - Southern Silver Exploration Corp. (TSXV: SSV) ("Southern Silver" or the "Company") has closed the first tranche of its previously reported non-brokered private placement by issuing 9,508,978 units at a price of \$0.22 per unit for gross proceeds of \$2,091,975. At final closing, the Company plans to issue up to 20,454,546 units in the non-brokered private placement (the "Offering") at a price of \$0.22 per unit for gross proceeds of \$4.5 million. Each unit will consist of one common share and one-half (0.5) of one warrant. Each whole warrant entitles the holder thereof to purchase one common share for a period of 3 years at a price of \$0.30.

In connection with the Offering, the Company paid finders' fees totalling \$101,745.31 and issued an aggregate 457,029 non-transferable finder warrants, with each finder warrant exercisable to purchase one common share for a period of 3 years. 36,000 finder warrants are exercisable at a price of \$0.22 per share and 421,029 finder warrants are exercisable at a price of \$0.30 per share. All securities issued and sold under the Offering are subject to a hold period expiring November 20, 2024. The Offering and the payment of finders' fees is subject to TSX Venture Exchange acceptance.

Net proceeds from the private placement will be used for the continued development of the Cerro Las Minitas (CLM) property, Durango, Mexico and for working capital. Specifically, the Company plans to initiate a program of resource expansion of up to 6000m of drilling in 11 holes to test shallow targets along the north side of the Cerro between the North Felsite and Skarn Front deposits. Drilling will start in early September. Work continues to de-risk the project through the initiation of base-line studies and continued social engagement.

As currently modelled, the CLM project features a large-Scale underground mining operation with robust project economics and high gross revenues in a well located and mining friendly jurisdiction in southeast Durango, Mexico.

For more information on the details of the current economic assessment of the Cerro Las Minitas Project please refer to news release NR-01-24 dated June 10, 2024.

This press release shall not constitute an offer to sell or the solicitation of an offer to buy the units, nor was there any sale of the units in any jurisdiction in which such offer, solicitation or sale would be unlawful prior to the registration or qualification under the securities laws of any such jurisdiction. The units offered will not be, and have not been, registered under the United States Securities Act of 1933, as amended, and may not be offered or sold within the United States or to, or for the account or benefit of, a U.S. person.

About Southern Silver Exploration Corp.

Southern Silver Exploration Corp. is an exploration and development company with a focus on the discovery of world-class mineral deposits either directly or through joint-venture relationships in mineral properties in major jurisdictions. Our specific emphasis is the 100% owned Cerro Las Minitas silver-lead-zinc project located in the heart of Mexico's Faja de Plata, which hosts multiple world-class mineral deposits such as Penasquito, Los Gatos, San Martin, Naica and Pitarrilla. We have assembled a team of highly experienced technical, operational and transactional professionals to support our exploration efforts in developing the Cerro Las Minitas project into a premier, high-grade, silver-lead-zinc mine. Our property portfolio also includes the Oro porphyry copper-gold project and the Hermanas gold-silver vein project where permitting applications for the conduct of a drill program is underway, both located in southern New Mexico, USA.

Robert Macdonald, MSc. P.Geo, is a Qualified Person as defined by National Instrument 43-101 and supervised directly the collection of the data from the CLM Project that is reported in this disclosure and is responsible for the presentation of the technical information in this disclosure.

On behalf of the Board of Directors

"Lawrence Page"

Lawrence Page, K.C.

President & Director, Southern Silver Exploration Corp.

For further information, please visit Southern Silver's website at southernsilverexploration.com or contact us at 604.641.2759 or by email at corpdev@mnxltld.com.

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

This news release contains forward-looking statements. Forward-looking statements address future events and conditions and therefore involve inherent risks and uncertainties. Actual results may differ materially from those currently anticipated in such statements. These statements are based on a number of assumptions, including, but not limited to, assumptions regarding the amount of the Offering and completion of the second tranche of the Offering, general economic conditions, interest rates, commodity markets, regulatory and governmental approvals for the Company's projects, and the availability of financing for the Company's development projects on reasonable terms. Factors that could cause actual results to differ materially from those in forward looking statements include the timing and receipt of government and regulatory approvals, and continued availability of capital and financing and general economic, market or business conditions.

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