

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

**Item 1. Name and Address of Company**

TRU Precious Metals Corp. (the “Company” or “TRU”)  
70 Trius Drive  
Fredericton, New Brunswick  
E3B 5E3

**Item 2. Date of Material Change**

June 17, 2021.

**Item 3. News Release**

TRU issued a press release regarding the matters herein via a Canadian newswire service on June 18, 2021, a copy of which has been filed on SEDAR.

**Item 4. Summary of Material Change**

On June 17, 2021, TRU completed a non-brokered private placement for gross proceeds of \$3,499,250, pursuant to which the Company issued a total of 12,960,186 “flow-through” units of the Company (“**FT Units**”) at a price of \$0.27 per FT Unit (the “**Offering**”).

**Item 5. Full Description of Material Change**

On June 17, 2021, TRU completed the Offering for gross proceeds of \$3,499,250, pursuant to which the Company issued a total of 12,960,186 FT Units at a price of \$0.27 per FT Unit.

Each FT Unit is comprised of one common share of TRU that qualifies as a “flow-through share” for the purposes of the *Income Tax Act* (Canada) (a “**FT Share**”) and one “flow-through” common share purchase warrant (a “**FT Warrant**”). Each FT Warrant shall be exercisable into one common share of TRU (a “**Share**”) at a price of \$0.35 per Share until June 17, 2024.

An eligible finder received, on account of gross proceeds raised from subscribers to the Offering who were introduced by such finder, an aggregate of 1,036,814 units of the Company, each of which consisted of one Share and one Share purchase warrant, exercisable into one Share at a price of \$0.35 per Share until June 17, 2024.

The securities issued in the Offering are subject to a statutory hold period expiring October 18, 2021.

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

Not Applicable.

**Item 7. Omitted Information**

No information has been omitted from this material change report.

**Item 8. Executive Officer**

The following senior officer of the Company is knowledgeable about the material change and this report and may be contacted by the Commission as follows:

Joel Freudman  
Co-Founder, President & CEO  
TRU Precious Metals Corp.  
Phone: (647) 880-6414  
Website: [www.trupreciousmetals.com](http://www.trupreciousmetals.com)

**Item 9. Date of Report**

June 18, 2021.