

**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

August 17, 2021.

Item 3. News Release

TRU issued a press release regarding the matters herein via a Canadian newswire service on July 30, 2021, a copy of which has been filed on SEDAR.

Item 4. Summary of Material Change

On August 17, 2021, TRU completed the continuance of the Company from the Province of Alberta into the Province of Ontario (the “Continuance”).

Item 5. Full Description of Material Change

On August 17, 2021, TRU completed the Continuance, effective as at August 12, 2021. As a result of the Continuance, the Company has ceased to be governed by the *Business Corporations Act* (Alberta) and will hereafter be deemed to have been formed under the *Business Corporations Act* (Ontario) (the “OBCA”). In connection with the Continuance, the current bylaws of the Company have been repealed and the Company has adopted by-laws which are suitable for a OBCA corporation. The new bylaws of the Company, along with the Company’s articles of continuance, will be made available under the Company’s SEDAR profile at www.sedar.com in due course.

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

Item 9. Date of Report

August 19, 2021.