

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

Item 1 Name and Address of Company

Integra Resources Corp.
1050 – 400 Burrard Street
Vancouver, British Columbia
Canada V6C 3A6

Item 2 Date of Material Change

November 6, 2018

Item 3 News Release

A news release was issued on November 6, 2018 and subsequently filed on SEDAR.

Item 4 Summary of Material Change

Integra Resources Corp. (“**Integra**” or the “**Company**”) announced that it had closed its previously announced bought deal financing, including the exercise in full of the underwriters’ over-allotment option. A total of 14,375,000 common shares (the “**Common Shares**”) of the Company were sold at a price of \$0.80 per Common Share, for aggregate gross proceeds of \$11,500,000 (the “**Offering**”).

Item 5 Full Description of Material Change

Integra announced that it had closed its previously announced bought deal financing, including the exercise in full of the underwriters’ over-allotment option. A total of 14,375,000 Common Shares were sold at a price of \$0.80 per Common Share, for aggregate gross proceeds of \$11,500,000.

The Company plans to use the net proceeds from the Offering to fund exploration and development expenditures at the DeLamar Project and for general corporate purposes.

The Offering was made through a syndicate of underwriters led by Raymond James Ltd., including PI Financial Corp., BMO Capital Markets, and GMP Securities L.P. (the “**Underwriters**”). The Underwriters received a cash commission equal to 6% of the gross proceeds of the Offering (other than from the issue and sale of the Common Shares to certain purchasers on a president’s list, for which a 3% cash commission was paid). The Offering was completed by way of a short form prospectus filed in all of the provinces and territories of Canada, except Québec, and offered and sold elsewhere outside of Canada on a private placement basis. This press release shall not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of these securities in any state or jurisdiction in which such offer, solicitation or sale would be unlawful prior to registration or qualification under the securities laws of any such state or jurisdiction.

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

N/A

Item 7 Omitted Information

N/A

Item 8 Executive Officer

George Salamis, President and CEO, georgesalamis@integrareources.com

Item 9 Date of Report

November 9, 2018

This material change report contains “forward-looking information” which may include, but is not limited to, statements with respect to the activities, events or developments that the Company expects or anticipates will or may occur in the future. Forward-looking information in this news release includes statements regarding the use of proceeds from the Offering. Such forward-looking information is often, but not always, identified by the use of words and phrases such as “plans”, “expects”, “is expected”, “budget”, “scheduled”, “estimates”, “forecasts”, “intends”, “anticipates”, or “believes” or variations (including negative variations) of such words and phrases, or state that certain actions, events or results “may”, “could”, “would”, “might” or “will” be taken, occur or be achieved.

These forward-looking statements, and any assumptions upon which they are based, are made in good faith and reflect our current judgment regarding the direction of our business. Management believes that these assumptions are reasonable. Forward-looking information involves known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by the forward-looking information. Such factors include, among others, risks related to the speculative nature of the Company’s business, the Company’s formative stage of development and the Company’s financial position.

Forward-looking statements contained herein are made as of the date of this material change report and the Company disclaims any obligation to update any forward-looking statements, whether as a result of new information, future events or results, except as may be required by applicable securities laws. There can be no assurance that forward-looking information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking information.