

Form 51-102F3
Material Change Report

ITEM 1 NAME AND ADDRESS OF ISSUER

Bear Creek Mining Corporation (the “Company”)
3200 – 733 Seymour Street
Vancouver, British Columbia, V6B 5J3

ITEM 2 DATE OF MATERIAL CHANGE

September 11, 2023.

ITEM 3 NEWS RELEASE

A news release relating to the material change was issued and disseminated via Newsfile and filed on SEDAR+ on September 11, 2023.

ITEM 4 SUMMARY OF MATERIAL CHANGE

On September 11, 2023, the Company announced that Mr. Anthony Hawkshaw had taken a medical leave of absence and ceased his duties as a member of the Company’s board of directors (the “**Board**”).

ITEM 5.1 FULL DESCRIPTION OF MATERIAL CHANGE

On September 11, 2023, the Company announced that Mr. Anthony Hawkshaw, Vice Chair of Bear Creek and former Chief Executive Officer, had taken a medical leave of absence from the Board while he continues his battle against a significant health threat. Commencing immediately and for the duration of this temporary medical leave, Mr. Hawkshaw will cease his duties as a director of the Company and will not participate in a quorum in respect of Board meetings and resolutions. Following Mr. Hawkshaw's resignation from the Board in respect of this leave, the number of directors of the Company will decrease from eight to seven.

ITEM 5.2 DISCLOSURE FOR RESTRUCTURING TRANSACTIONS.

Not applicable.

ITEM 6 RELIANCE ON SUBSECTION 7.1(2) OR (3) OF NATIONAL INSTRUMENT 51-102

Not applicable.

ITEM 7 OMITTED INFORMATION

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

ITEM 8 EXECUTIVE OFFICER

Contact: Barbara Henderson, Corporate Secretary
Telephone: (604) 685-6269
E-mail: barb@bearcreekmining.com

ITEM 9 DATE OF REPORT

September 21, 2023.