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

**Item One – Name and Address of Company**

Morien Resources Corp.
1701 Hollis Street
Suite 800
Halifax, NS  B3J 3M8

**Item Two - Dates of Material Change**

April 8, 2020

**Item Three - News Release**

The attached news release was issued in Halifax, Nova Scotia on April 8, 2020, via GlobeNewswire.

**Item Four - Summary of Material Change**

On April 8, 2020, Morien Resources Corp. (TSXV: MOX) ("**Morien**" or the "**Company**") announced its decision to suspend the Company's quarterly dividend until further notice.

**Item Five - Full Description of Material Change**

On April 8, 2020, Morien announced that with the recent placement of the Donkin Mine on care and maintenance, its Board of Directors (the "Board") has made the decision to suspend the Company's quarterly dividend until further notice. The Company will continue to pursue cost saving initiatives. When the future of the Donkin Mine is better understood, the Board will re-assess the payment of a dividend.

**Item Six – Reliance on subsection 7.1(2) of National Instrument 51-102**

Not Applicable.

**Item Seven - Omitted Information**

Not Applicable.

**Item Eight - Executive Officer**

Dawson Brisco, President and CEO (902) 466-7255.

**Item Nine – Date of Report**

Signed this 9th day of April, 2020 by Dawson Brisco, President and CEO

# Morien Announces Suspension of Quarterly Dividend

**April 8, 2020 – Halifax, Nova Scotia** – Morien Resources Corp. ("Morien" or the "Company") (TSXV:MOX), announced today that with the recent placement of the Donkin Mine on care and maintenance, its Board of Directors (the "Board") has made the decision to suspend the Company's quarterly dividend until further notice.

Notwithstanding that it has a strong balance sheet, Morien's Board and management believe that it is prudent to maximize financial flexibility and the dividend suspension is in the best interest of all of the Company's stakeholders. The Company will also continue to pursue cost saving initiatives. When the future of the Donkin Mine is better understood, the Board will re-assess the payment of a dividend.

For more information on the idling of the Donkin Mine, please click here for a news release issued by Morien on April 2, 2020.

Dawson Brisco (CEO and President) and John Budreski (Executive Chairman) would be pleased to answer any questions that investors might have by way of emails or at the phone numbers listed below.

## About Morien

Morien is a Canadian based, dividend paying, mining development company that holds royalty interests in two tidewater accessed projects. Before going on care and maintenance, the Donkin Coal Mine commenced production in 2017 and the Black Point Aggregate Project is progressing toward a development decision. Morien's management team exercises ruthless discipline in managing both the assets and liabilities of the Company. The Company's management and its Board of Directors consider shareholder returns to be paramount over corporate size, number or scale of assets and industry recognition. Subsequent to Morien's Normal Course Issuer Bid purchases in March 2020, the Company has 52,419,114 issued and outstanding common shares and a fully diluted position of 55,149,114. Further information is available at www.MorienRes.com.

## Forward-Looking Statements

Some of the statements in this news release may constitute "forward-looking information" as defined under applicable securities laws. These statements reflect Morien's current expectations of future revenues and business prospects and opportunities and are based on information currently available to Morien. Morien cautions that actual performance will be affected by a number of factors, many of which are beyond its control, and that future events and results may vary substantially from what Morien currently foresees. Factors that could cause actual results to differ materially from those in forward-looking statements include risks and uncertainties described in Morien's annual information form filed with the Canadian Securities regulators on SEDAR (www.sedar.com) on April 26, 2016. Morien cautions that its royalty revenue will be based on production by third party property owners and operators who will be responsible for determining the manner and timing for the properties forming part of Morien's royalty portfolio. These third party owners and operators are also subject to risk factors that could cause actual results to differ materially from those predicted herein including: volatility in financial markets or general economic conditions; capital requirements and the need for additional financing; fluctuations in the rates of exchange for the currencies of Canada and the United States; prices for commodities including coal and aggregate; unanticipated changes in production, mineral reserves and mineral resources, metallurgical recoveries and/or exploration results; changes in regulations and unpredictable political or economic developments; loss of key personnel; labour disputes; and ineffective title to mineral claims or property. There are other business risks and hazards associated with mineral exploration, development and mining. Although Morien believes that the forward-looking information contained herein is based on reasonable assumptions (including assumptions relating to economic, market and political conditions, the Company's working capital requirements and the accuracy of information supplied by the operators of the properties in which the Company has a royalty interest), readers cannot be assured that actual results will be consistent with such statements. Morien expressly disclaims any intention or obligation to update or revise any forward-looking information in this news release, whether as a result of new information, events or otherwise, except in accordance with applicable securities laws. All dollar values discussed herein are in Canadian dollars. Any financial outlook or future-oriented financial information in this news release, as defined by applicable securities laws, has been approved by management of Morien as of the date of this news release. Such financial outlook or future-oriented financial information is provided for the purpose of providing information about management's current expectations and plans relating to the future. Readers are cautioned that such outlook or information should not be used for purposes other than for which it is disclosed in this news release.



**For more information, please contact:**

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