

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Sanatana Resources Inc. (“**Sanatana**” or the “**Company**”)
1910 – 925 West Georgia Street
Vancouver, BC V6C 3L2

Item 2. Date of Material Change

May 8, 2020

Item 3. News Release

News Release dated May 6, 2020 was disseminated via Stockwatch and Market News and filed on SEDAR on May 6, 2020.

Item 4. Summary of Material Change

The Company will consolidate its shares on the basis of one post-consolidation share for every ten pre-consolidation shares effective May 8, 2020.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

The Company announced that effective May 8, 2020, the Company will consolidate its common shares (the “**Shares**”) on the basis of one post-consolidation Share for every ten pre-consolidation Shares (the “**Consolidation**”).

The name of the Company and trading symbol will remain the same after the Consolidation. The new CUSIP number will be 79957A203 and the new ISIN number will be CA79957A2039 for post Consolidation.

The Company’s post Consolidation Shares are expected to begin trading on the TSX Venture Exchange (“**TSX-V**”) on or about May 8, 2020.

Letters of transmittal with respect to the Consolidation will be mailed to all registered shareholders of the Company. All registered shareholders will be required to send their respective certificates representing the pre Consolidation Shares along with a properly executed letter of transmittal to the Company’s transfer agent, Computershare Investor Services Inc. (“**Computershare**”), in accordance with the instructions provided in the letter of transmittal. Additional copies of the letter of transmittal can be obtained through Computershare (Corporate

Actions 1-800-564-6253 or by e-mail to corporateactions@computershare.com). All shareholders who submit a duly completed letter of transmittal along with their respective pre-Consolidation Share certificate(s) to Computershare, will receive a post Consolidation Share certificate or Direct Registration Advice representing the post Consolidation Shares.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7. Omitted Information

None.

Item 8. Executive Officers

The following senior officer of the Company is knowledgeable about the material change and this Material Change Report and may be contacted:

Peter Miles, President and Chief Executive Officer
Telephone: 604-408-6680.

Item 9. Date of Report

DATED at Vancouver, BC, this 7th day of May, 2020.