

FORM 51-102F3

MATERIAL CHANGE REPORT

- 1. Name and Address of Company**
Hi Ho Silver Resources Inc. (the “Company”)
PO Box 21199
Maple Ridge Square
Maple Ridge, British Columbia
V2X 1P7
- 2. Date of Material Change**
April 1, 2019
- 3. News Release**
The news release announcing the material change was disseminated on April 1, 2019 through Newsfile. The news release was also filed with the British Columbia, Alberta and Ontario Securities Commissions on SEDAR.
- 4. Summary of Material Change**
The Company announced that it will extend the expiry dates of an aggregate of 13,490,000 common share purchase warrants by two years.
- 5.1 Full Description of Material Change**
See attached news release.
- 5.2 Disclosure for Restructuring Transactions**
N/A
- 6. Reliance on subsection 7.1(2) of National Instrument 51-102**
Not applicable.
- 7. Omitted Information**
No information has been intentionally omitted from this material change report.
- 8. Executive Officer**
William G. Jorgenson, CEO and Director, 778.989.0770
- 9. Date of Report**
April 1, 2019



1-604-641-1241

HI HO RESOURCES INC.

HI HO SILVER RESOURCES INC.

FOR IMMEDIATE RELEASE

HI HO SILVER RESOURCES ANNOUNCES EXTENSION OF WARRANTS

Vancouver, April 1, 2019 - Hi Ho Silver Resources Inc. ("Hi Ho" or the "Company") (HHS - CSE; HHSRF – OTC; Stuttgart – H9) announced that it will extend the expiry dates of an aggregate of 13,490,000 common share purchase warrants by two years. The warrants, their exercise prices, their original expiry dates and their new expiry dates are as follows:

Number of Warrants	Exercise Price	Original Expiry Date	New Expiry Date
500,000	\$0.20	June 13, 2019	June 13, 2021
460,000	\$0.30	July 28, 2019	July 28, 2021
390,000	\$0.30	October 30, 2019	October 30, 2021
260,000	\$0.30	January 24, 2020	January 24, 2022
3,420,000	\$0.30	May 2, 2019	May 2, 2021
620,000	\$0.30	May 1, 2020	May 1, 2022
5,960,000	\$0.30	June 15, 2019	June 15, 2021
220,000	\$0.30	August 31, 2019	August 31, 2021
760,000	\$0.30	August 31, 2020	August 31, 2022
900,000	\$0.30	January 29, 2021	January 29, 2023

As a result of the fact that certain of the officers and directors of the Company are warrant holders, the extension of the warrants is considered a "related party transaction" pursuant to Multilateral Instrument 61-101 – *Protection of Minority Security Holders in Special Transactions* ("MI 61-101"). The extension of the warrants is exempt from the requirements under MI 61-101 to obtain a formal valuation and minority shareholder approval pursuant to Sections 5.5(a) and 5.7(a) of MI 61-101. The Company has filed a material change report less than 21 days before the effective date of the extension of the warrants, which is reasonable in the circumstances given that the exercise price of the warrants being extended is well below the current market price of the Company's shares.

About the Company

Hi Ho Silver Resources Inc. is a Vancouver based mineral exploration company dedicated to the exploration and development of precious and base metal mineral deposits and other mineral opportunities in North America and elsewhere.



1-604-641-1241

HI HO RESOURCES INC.

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The Canadian Securities Exchange (CSE) has not reviewed and does not accept responsibility for the adequacy or the accuracy of the contents of this news release.

This news release includes certain statements that may be deemed "forward-looking statements". The use of any of the words "anticipate", "continue", "estimate", "expect", "may", "will", "would", "project", "should", "believe" and similar expressions are intended to identify forward-looking statements. Although the Company believes that the expectations and assumptions on which the forward-looking statements are based are reasonable, undue reliance should not be placed on the forward-looking statements because the Company can give no assurance that they will prove to be correct. Since forward-looking statements address future events and conditions, by their very nature they involve inherent risks and uncertainties. These statements speak only as of the date of this news release. Actual results could differ materially from those currently anticipated due to a number of factors and risks including various risk factors discussed in the Company's disclosure documents which can be found under the Company's profile on www.sedar.com.