

Form 51-102F3
MATERIAL CHANGE REPORT

ITEM 1 Reporting Issuer

PROSPECTOR METALS CORP. ("Prospector" or the "Company")
Suite 1020-800 West Pender St.
Vancouver, British Columbia V6C 2V6

ITEM 2 Date of Material Change

June 14, 2024

ITEM 3 News Release

A new release setting out information relating to the material change described herein was issued by the Company on June 14, 2024 and disseminated through the facilities of Newsfile and filed on SEDAR+.

ITEM 4 Summary of Material Change

The Company announced that it granted a total of 3,100,000 incentive stock options to officers, directors and consultants of the Company, subject to TSX Venture Exchange acceptance. Each option is exercisable to purchase one common share of the Company for five years at a price of C\$0.20 per common share in accordance with the terms of the Company's omnibus equity incentive plan.

ITEM 5 Full Description of Material Change

See the news release attached.

ITEM 6 Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102

Not Applicable

ITEM 7 Omitted Information

Not Applicable

ITEM 8 Executive Officer

Robert Carpenter, CEO, Director
E: info@prospectormetalscorp.com

ITEM 9 Date of Report

June 14, 2024



PROSPECTOR
Metals Corp.

Suite 1020 – 800 West Pender Street, Vancouver, BC V6C 2V6

Prospector Issues Stock Options

Vancouver, BC June 14, 2024 Prospector Metals Corp. (“**Prospector**” or the “**Company**”) (TSXV: **PPP**; OTCQB: **PMCOF**; Frankfurt: **1ET0**) announces that it has granted a total of 3,100,000 incentive stock options to officers, directors and consultants of the Company, subject to TSX Venture Exchange acceptance. Each option is exercisable to purchase one common share of the Company for five years at a price of C\$0.20 per common share in accordance with the terms of the Company’s omnibus equity incentive plan.

About Prospector Metals Corp.

Prospector Metals Corp. is a Discovery Group Company focused on district scale, early-stage exploration of gold and base metal prospects. Creating shareholder value through new discoveries, the Company identifies underexplored or overlooked mineral districts displaying important structural and mineralogical occurrences similar to more established mining operations. Prospector establishes and maintains relationships with local and Indigenous rightsholders, and seeking to develop partnerships and agreements that are mutually beneficial to all stakeholders.

On behalf of the Board of Directors,
Prospector Metals Corp.

Dr. Rob Carpenter, Ph.D., P.Geo.
President & CEO

For further information about Prospector Metals Corp. or this news release, please visit our website at www.prospectormetalscorp.com or contact us by email at info@prospectormetalscorp.com.

Prospector Metals Corp. is a proud member of Discovery Group. For more information please visit: discoverygroup.ca

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.