

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

**Item 1 Name and Address of Company**

Austin Resources Ltd. (the “**Company**”)  
82 Richmond St. East, Suite 200  
Toronto, ON M5C 1P1

**Item 2 Date of Material Change**

September 8, 2023.

**Item 3 News Release**

A news release announcing the material change was disseminated on September 8, 2023 and was subsequently filed on SEDAR+ at <https://sedarplus.ca>.

**Item 4 Summary of Material Change**

The Company announced that it had decided to voluntarily delist the Company’s common shares from the NEX Board of the TSX Venture Exchange, with such delisting to occur on the market close on September 22, 2023.

**Item 5: Full Description of Material Change**

The Company announced that after due and careful consideration of the current market conditions and the minimal trading activity of the Company’s common shares (the “**Common Shares**”) on the NEX board (the “**NEX**”) of the TSX Venture Exchange (the “**TSXV**”), the Company has decided to voluntarily delist the Common Shares from the NEX (the “**Delisting**”).

The decision for the Delisting was approved by the Board of Directors on August 4, 2023 and by a “majority of the minority” of the Company’s shareholders pursuant to written consent resolutions that were received at the end of August 2023.

The Delisting will occur on the market close on September 22, 2023 (being the date that is ten trading days following the issuance of the bulletin by the NEX confirming the Delisting).

The Company will not be concurrently listing its Common Shares on an alternative market at the time of Delisting. The Company intends to continue to be a reporting issuer in all jurisdictions where it is currently a reporting issuer, being the provinces of British Columbia, Alberta, and Ontario, and be subject to all reporting and other regulatory requirements of such jurisdictions.

**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**

For further information, please contact:

Jing Peng, Chief Financial Officer

Tel: 416.848-9888

Email: [info@austinresources.ca](mailto:info@austinresources.ca)

**Item 9: Date of Report**

September 8, 2023