

BC FORM 51-102F3

**MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE B.C. SECURITIES ACT AND
118(1) OF THE ALBERTA SECURITIES ACT**

Item 1. Name and Address of Company

Baroyeca Gold & Silver Inc.
1008 – 409 Granville Street
Vancouver, BC V6C 1T2

Item 2. Date of Material Change

October 13, 2020

Item 3. News Release

News Release dated October 13, 2020 and disseminated to the Vancouver Stockwatch Magazine, B.C. Securities Commission, Alberta Securities Commission and Market News Publishing.

Place of Issuance: Vancouver, British Columbia.

Item 4. Summary of Material Change

The Issuer announces that it has now filed its audited annual financial statements and related disclosure documents on SEDAR to remedy its earlier default.

Item 5. Full Description of Material Change

The Issuer, further to its news release of September 28, 2020, is pleased to announce that it has today filed its annual financial statements for the year ended May 31, 2020 together with the related Management Discussion and Analysis and Officers' Certificates which were originally due for filing on September 28, 2020.

The Company also confirms that there is no undisclosed material information concerning the affairs of the Company that has not been disclosed in prior news releases of the Company or this current release.

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

The Issuer is not relying on Subsection 7.1(2) or (3) of National Instrument 51-102.

Item 7. Omitted Information

There is no omitted information.

Item 8. Executive Officer

Douglas Eacrett, CFO - (604) 689-5002

Item 9. Date of Report

Dated at the City of Vancouver, in the Province of British Columbia, this 13th day of October, 2020.

Douglas Eacrett, CFO