FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Aurania Resources Ltd.
8 King Street East, Suite 1800
Toronto, Canada, M5C 1B5

Item 2 Date of Material Change

June 28, 2024.

Item 3 News Release

The press release attached as Schedule A was released on July 2, 2024.

Item 4 Summary of Material Change

The material change is described in the press release attached as Schedule A.

Item 5 Full Description of Material Change

The material change is described in the press release attached as Schedule A.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Dr. Keith Barron, President & CEO
Aurania Resources Ltd.
(416) 367-3200
keith@aurania.com

Item 9 Date of Report

July 2, 2024.

SCHEDULE A

AURANIA GRANTS STOCK OPTIONS INCLUDING OPTIONS IN LIEU OF FEES TO DIRECTORS

Toronto, Ontario, July 2, 2024 – Aurania Resources Ltd. (TSXV: ARU) (OTCQB: AUIAF) (Frankfurt: 20Q) ("Aurania" or the "Company") announces the grant of 2,154,000 stock options to directors, officers, employees and consultants pursuant to the terms and subject to the conditions of the Company's Incentive Stock Option Plan.

As previously announced on March 28, 2024, the Directors of the Company agreed to receive their quarterly director fees for 2024 in the form of stock options in lieu of cash. On June 28th, 2024, each director was granted 13,500 stock options at an exercise price of $0.46. An aggregate of 54,000 stock options were granted to directors in lieu of their second quarter fees.

Additionally, the Board of Directors granted up to 2,100,000 stock options to directors, officers, employees and consultants in accordance with the Company's Stock Option Plan. The stock options have an exercise price of C$0.46, are exercisable for five years and are subject to customary vesting conditions.

About Aurania
Aurania is a mineral exploration company engaged in the identification, evaluation, acquisition, and exploration of mineral property interests, with a focus on precious metals and copper in South America. Its flagship asset, The Lost Cities – Cutucu Project, is located in the Jurassic Metallogenic Belt in the eastern foothills of the Andes mountain range of southeastern Ecuador.

Information on Aurania and technical reports are available at www.aurania.com and www.sedarplus.ca, as well as on Facebook at https://www.facebook.com/auranialtd/, Twitter at https://twitter.com/auranialtd, and LinkedIn at https://www.linkedin.com/company/aurania-resources-ltd-.

For further information, please contact:

Carolyn Muir
VP Corporate Development & Investor Relations
Aurania Resources Ltd.
(416) 367-3200
carolyn.muir@aurania.com