

**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 11, 2025.

**Item 3          News Release**

The press release attached as Schedule A was released on June 11, 2025.

**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](mailto:keith@aurania.com)

**Item 9          Date of Report**

June 11, 2025.

## SCHEDULE A

### AURANIA REPORTS ON ARCOM ANNOUNCEMENT IN ECUADOR

**Toronto, Ontario, June 11, 2025 – Aurania Resources Ltd. (TSXV: ARU; OTCQB: AUIAF; Frankfurt: 20Q) (“Aurania” or the “Company”)** reports on a resolution recently put forth by the Ecuadorian Control and Regulation Agency (“ARCOM” for its Spanish acronym) related to a new administrative fee on the mining sector. This resolution has not yet been published in the Official Registry, and therefore, to our knowledge is not yet in effect.

The intention of this resolution is for all participants in the mining/exploration industry in Ecuador to fund ARCOM’s efforts to stop illegal mining, strengthen oversight, and enhance the operational capacity of ARCOM.

The document provides assessments of the amount each mining/exploration company is expected to pay based on the type of regime, size of concessions and stage of exploration. As presented, this proposed fee would require the Company to pay approximately US\$24 million this year by July 31<sup>st</sup>. This figure is insupportable and represents approximately ten times the amount the Company pays for its annual concession fees in Ecuador.

The Company is collaborating with the Mining Chamber of Ecuador’s legal commission and all other mining/exploration companies in Ecuador, to ensure that relevant authorities understand that this fee is not feasible and will likely place the whole mining/exploration industry in Ecuador at risk. If the resolution is implemented as currently outlined, the regulation would result in an unsustainable cost burden for companies operating within the sector and may undermine confidence in Ecuador’s regulatory consistency and commitment to mining development.

The Company has reached out to the Ecuadorian Government at the highest levels and will continue in discussions with the Mining Chamber of Ecuador and the Company’s respective legal counsels as joint industry efforts are taking place to prevent this regulation from being implemented. The Company will assess options for further courses of action.

#### **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](http://www.aurania.com) and [www.sedarplus.ca](http://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:

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

### **Forward Looking Statements**

This news release contains forward-looking information as such term is defined in applicable securities laws, which relate to future events or future performance and reflect management's current expectations and assumptions. The forward-looking information includes statements regarding the ARCOM resolution, its impact on the Company and the mining sector in Ecuador, and Aurania's objectives, goals and future plans in light of the ARCOM resolution. Such forward-looking statements reflect management's current beliefs and are based on assumptions made by and information currently available to Aurania, including the current status of the ARCOM resolution and the interpretation of the application of the resolution. Investors are cautioned that these forward-looking statements are neither promises nor guarantees and are subject to risks and uncertainties that may cause future results to differ materially from those expected. Risk factors that could cause actual results to differ materially from the results expressed or implied by the forward-looking information include, among other things, the failure of efforts to dissuade the relevant authorities to proceed with the ARCOM resolution, the publication of the ARCOM resolution in its current form, an application of the ARCOM resolution of more severe consequences than currently understood and a lack of options for further courses of action, including legal action which would not provide appropriate relief and, generally, the additional risks identified in our filings with Canadian securities regulators on SEDAR+ (available at [www.sedarplus.ca](http://www.sedarplus.ca)). Aurania cautions the reader that the above list of risk factors is not exhaustive. Although the Company has attempted to identify important factors that could cause actual results to differ materially, there may be other factors that cause results not to be as anticipated, estimated, described, or intended. Investors are cautioned against undue reliance on forward-looking statements or information. These forward-looking statements are made as of the date hereof and, except as required by applicable securities regulations, the Company does not intend, and does not assume any obligation, to update the forward-looking information.