Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

ARCPACIFIC RESOURCES CORP. (the "Company")
Suite 810 - 789 West Pender Street
Vancouver, BC V6C 1H2
(the "**Company**")

Item 2 Date of Material Change

January 12, 2021

Item 3 News Release

The news release was disseminated by way of the facilities of Stockwatch and posted under the Company's SEDAR profile on January 12, 2021.

Item 4 Summary of Material Change

The Company announced that it has issued an aggregate of 2,550,000 stock options to directors, officers and consultants to purchase up to 2,550,000 common shares of the Company at a price of $0.10 per common share for a period of three years from grant, pursuant to its Stock Option Plan.

Item 5 Full Description of Material Change

The Company announced that it has issued an aggregate of 2,550,000 stock options to directors, officers and consultants to purchase up to 2,550,000 common shares of the Company at a price of $0.10 per common share for a period of three years from grant, pursuant to its Stock Option Plan.

Item 5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Adrian Smith
CEO & Director

Business Telephone: 778-331-3816
Email: info@arcpacific.ca

Item 9 Date of Report

January 18, 2021