

FORM 51-102F3
Material Change Report

Item 1 Name and Address of Company

Inomin Mines Inc.
Suite 1130 – 400 Burrard Street
Vancouver, BC V6C 3A6

Item 2 Date of Material Change

June 3, 2019 and June 5, 2019

Item 3 News Release

The news releases were disseminated on June 3, 2019 and June 5, 2019, respectively, through Market News Publishing

Item 4 Summary of Material Change

Inomin announces entering into a letter of intent regarding the La Gitana gold-silver property in Oaxaca State, Mexico.

Inomin announces appointment of new director and advisor and resignation of director.

Item 5 Full Description of Material Change

See attached News Releases

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

Not Applicable

Item 7 Omitted Information

None

Item 8 Executive Officer

For more information, please contact John Gomez, Chief Executive Officer
Telephone: 604.723.9382

Item 9 Date of Report

June 12, 2019

NEWS RELEASE

Inomin Signs Agreement to Acquire La Gitana Gold-Silver Project

Drilling at La Gitana delineates potential near-surface bulk-tonnage deposit

Vancouver, British Columbia, June 3, 2019 – Inomin Mines Inc. (TSX.V: [MINE](#)) ("Inomin" or the "Company") is pleased to announce the signing of a non-binding letter agreement (the "Agreement") with **Gunpoint Exploration Ltd.** (TSXV: GUN) to acquire a 100% interest in the **La Gitana gold-silver** property ("La Gitana" or "Property") located in Oaxaca State, Mexico (the "Transaction"). La Gitana comprises a 494 hectare property situated within a major northwest trending regional structure that host several mineral deposits including **Gold Resource's** (NYSE: GORO) La Aguila open-pit gold-silver mine and **Fortuna Silver's** (TSX: FVI) San Jose underground gold-silver mine. The terms of the Agreement provide for an exclusivity period to complete due diligence and contemplate entering into a definitive agreement to finalize purchase terms of the Transaction.

La Gitana hosts a low-sulphidation gold-silver epithermal system in Tertiary-aged volcanic rocks. Gold and silver mineralization occurs in multistage quartz breccia-veins, quartz stockworks and locally as disseminations. The Property contains two subparallel northwest trending mineralization and alteration corridors extending up to 4 kilometres in strike, with widths ranging between 50 and 300 metres: the Cerro Di Oro corridor to the northeast and the La Gitana corridor to the southwest.

The Cerro di Oro structural zone (corridor) is a quartz breccia-vein and stockwork system with electrum (gold and silver) within quartz veinlets. Steeply dipping gold and silver mineralization has been traced on surface over a 1.4 kilometer by 300 meter area. The La Gitana corridor contains narrow gold-silver veins with minor base metals.

The source of the technical information provided herein is from a NI 43-101 technical report prepared on behalf of **Chesapeake Gold Corp.** (TSXV: CKG) by Andris Kikauka, P.Geo., dated November 23, 2006. A 38-hole (8,231 metres) diamond drilling program, completed in 2006 by Chesapeake Gold Corp., tested a 900 metre long portion of the corridors' area confirming the existence and continuity of gold-silver epithermal mineralization. Drilling intersected notable gold mineralized intersections in a zone approximately 400 to 500 meters long, 50 to 150 meters wide, and 50 to 200 meters deep. The gold-silver zones remain open along strike and at depth.

Notable Gold Mineralized Drillhole Intersections

Hole	From (metres)	To (metres)	Interval (metres)	Gold (g/t)	Silver (g/t)	High Grading Gold Interval
DH-01	21.0	154.5	133.5	1.78	100.7	27.8 g/t Au over 1.5m
DH-03	39.0	72.0	33.0	0.64	39.2	3.27 g/t Au over 1.5m
DH-04	0.0	33.0	33.0	0.65	1.6	2.4 g/t Au over 1.5m
DH-06	0.0	124.5	124.5	0.75	24.0	6.76 g/t Au over 1.5m
DH-07	0.0	64.5	64.5	0.72	22.2	5.65 g/t Au over 1.5m
DH-08	67.5	213.0	145.5	0.40	32.8	3.59 g/t Au over 1.5m
DH-09	12.0	105.0	93.0	0.99	19.4	8.53 g/t Au over 1.5m
DH-10	1.5	64.5	63.0	1.27	70.0	8.61 g/t Au over 1.5m
DH-11	0.0	90.0	90.0	0.51	15.7	2.15 g/t Au over 1.5m
DH-12	1.5	94.5	93.0	0.56	20.0	4.06 g/t Au over 1.5m
DH-13	150.0	163.5	13.5	1.30	60.2	8.94 g/t Au over 1.5m
DH-14	3.0	63.0	60.0	1.20	31.2	16.77 g/t Au over 3.0m
DH-15	0.0	10.5	10.5	0.62	41.3	0.97 g/t Au over 1.5m
DH-18	30.0	102	72.0	0.75	34.7	8.19 g/t Au over 3.0m
DH-20	36.0	43.5	7.5	6.00	281.6	13.28 g/t Au over 3.0m
DH-22	6.0	87.0	81.0	0.31	19.8	1.19 g/t Au over 1.5m
DH-24	103.5	132.0	28.5	1.55	83.8	10.15 g/t Au over 1.5m
DH-38	126.0	177.0	51.0	0.81	19.9	13.35 g/t Au over 1.5m

Note: All grade intersections reported in above table are core interval lengths and not true thicknesses. All drillcore was HQ and NQ sized. Core sampling was completed on half core segments over 1.5 to 3.0 metre (m) intervals. Most samples were sent for preparation to ALS Chemex laboratory in Guadalajara, Mexico; prepared samples were sent to ALS Chemex laboratory in Vancouver, Canada for gold by fire assay and 4-acid digestion ICP multi-element analyses.

Inomin intends to complete due diligence verification work on historic drill results including re-logging of core and taking core duplicate samples on selected drill holes.

Transaction Terms

Inomin may acquire a 100% interest in the Property in consideration for total payments of \$300,000 and 2,000,000 common shares of the Company as follows.

Payment of \$10,000 (paid) on signing Agreement;
Payment of \$25,000 and 150,000 shares following execution of definitive agreement;
Payment of \$50,000 and 250,000 shares on first anniversary;
Payment of \$65,000 and 450,000 shares on second anniversary;
Payment of \$75,000 and 500,000 shares on third anniversary; and
Payment of \$75,000 and 650,000 shares on fourth anniversary.

Inomin will have the right to accelerate payments at the Company's discretion. The Property is also subject to a NSR, the terms of which have yet to be finalized.

John Gomez President & CEO of Inomin Mines, says "La Gitana presents an opportunity to acquire an advanced precious metal project prospective for a near-surface gold-silver mineral deposit. I look forward to working with Randy Reifel and his team to complete our property evaluation and build on the exploration success at La Gitana."



Left: Drill core from Cerro di Oro showing quartz stockwork. Gold-silver mineralization at La Gitana is associated with multistage quartz stockworks, breccia-veins, and locally as disseminations.

About Inomin Mines

Inomin Mines is engaged in the identification, exploration and development of mineral properties. The Company holds a 100% interest in the Fleetwood zinc-copper VMS project in British Columbia, and the King's Point gold-copper-zinc project in Newfoundland under option to Maritime Resources Corp. (TSX.V [MAE](#)). Inomin trades on the TSX Venture Exchange under the symbol [MINE](#). For more information visit www.inominmines.com and join us on Twitter [@InominMines](#).

Company advisor Victor Jaramillo P.Geo, a qualified person as defined by NI 43-101, has reviewed and approved the technical information in this news release.

On behalf of the board of Inomin Mines:

Inomin Mines Inc.
Per: "John Gomez"
President and CEO

For more information please contact:

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

Forward Looking Information

Certain information set forth in this news release contains "forward-looking statements", and "forward-looking information" under applicable securities laws. Forward-looking statements relate to future events or future performance and reflect the expectations or beliefs regarding future events of management of Inomin. This information and these statements, referred to herein as "forward looking statements", are not historical facts, are made as of the date of this news release and include without limitation, estimates and forecasts relating to Inomin's operating capacity, statements as to management's expectations and the successful negotiation and execution of the definitive agreement contemplated by the Agreement. These statements generally can be identified by use of forward-looking words such as "may", "will", "expect", "estimate", "anticipate", "plans," "intends", "believe" or "continue" or the negative or similar variations.

These forward looking statements involve numerous risks and uncertainties and actual results might differ materially from results suggested in any forward-looking statements. Important factors that may cause actual results to vary include without limitation, risks relating to, the successful negotiation and execution of the definitive agreement contemplated by the Agreement and general economic conditions or conditions in the financial markets.

In making the forward looking statements in this news release, Inomin has applied several material assumptions, including without limitation that the acquisition of the La Gitana Project will generate the anticipated results as per management's expectations. Inomin does not assume any obligation to update the forward-looking statements, or to update the reasons why actual results could differ from those reflected in the forward looking-statements, unless and until required by applicable securities laws. Additional information identifying risks and uncertainties is contained in Inomin's filings with the Canadian securities regulators, which filings are available at www.sedar.com.

NEWS RELEASE

Inomin Appoints New Director and Advisor

Vancouver, British Columbia, June 5, 2019 – Inomin Mines Inc. (TSX.V: [MINE](#)) ("Inomin" or the "Company") is pleased to announce the appointment of John Peters to the Board of Directors, and Victor Jaramillo as an Advisor to the Company.

John Peters is a geologist with over 30 years' experience in the exploration and mining industry. Mr. Peters is currently a geological consultant for junior mining companies Westhaven Ventures Inc, Commander Resources Ltd, and Fjordland Exploration Inc. Following four years as mine geologist for Homestake Canada, he spent 25 years as exploration manager for over ten junior companies with projects located across Canada, West Africa, South America, United States, and Greenland. He has also acted as project manager during joint ventures with Sumitomo Mining, Capstone Mining, and Gold Fields Canada. Notable discoveries Mr. Peters has been directly involved with include the the Woodjam porphyry copper-gold deposit in central British Columbia, and more recently, Westhaven Ventures' Shovelnose gold deposit in southern British Columbia, Canada.

Victor Jaramillo is an international geological consultant with over 30 years' experience in the mining industry. Mr. Jaramillo has worked for major and junior mining companies as senior project geologist, technical director, chief mine geologist and exploration and mine manager. His work has included regional exploration, property assessment, resource estimation and mine operations. He has worked in Canada, the United States and Latin America. Most of his experience in the last 25 years has been focused on precious metal deposits. Mr. Jaramillo was directly responsible for the discovery of the Langosta porphyry copper-gold prospect in Mexico, and the discovery of the Las Lomas porphyry copper-gold prospect in Peru. He holds an M.Sc.A. degree in Mineral Exploration from McGill University and a B.Sc. degree in geology from Washington & Lee University.

The Company also announces the resignation of Bruce Winfield as a Director of the Company due to the demands of his other work commitments. Mr. Peters replaces Bruce Winfield as a Director who remains with the Company as an Advisor. The Board of Directors wish to express their appreciation for Mr. Winfield's contributions as a director of the Company, and gratitude to his continued commitment to the Company in an Advisor role.

John Gomez President & CEO of Inomin Mines, says "I'm delighted to work closely again with John and Victor, both of whom I'm known for several years. Their geological expertise will be important assets in the Company's evaluation of precious and base metal property opportunities."

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On behalf of the board of Inomin Mines:

Inomin Mines Inc.
Per: "John Gomez"
President and CEO

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Forward Looking Information

This news release may contain forward looking statements. These statements are based on current expectations and assumptions that are subject to risks and uncertainties. Actual results could differ materially because of factors discussed in the management discussion and analysis of the Company's interim and most recent annual financial statements, or other reports filed with Canadian securities regulators, which are available at www.sedar.com.