

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1: Name and Address of Reporting Issuer

Xander Resources Inc. (the “**Company**”)
Suite 400 – 1681 Chestnut Street
Vancouver, BC V6J 4M6

Item 2: Date of Material Change

November 8, 2024.

Item 3: News Release

A news release was issued and disseminated on October 31, 2024 and filed on SEDAR+ (www.sedarplus.ca).

Item 4: Summary of Material Changes

The Company announced the effective date of its share consolidation (the “**Consolidation**”). See Item 5 for details.

Item 5: Full Description of Material Change

The Company announced that further to its news release of June 3, 2024, it has effected the consolidation (the “**Consolidation**”) of its common shares (the “**Shares**”) on the basis of one (1) new Share for every ten (10) old Shares on Friday, November 8, 2024.

The Shares of the Company began trading on a consolidated basis at the opening of trading on Friday, November 8, 2024. The new ISIN of Xander is CA9838793052 and the CUSIP is 983879305.

The Company received approval from the TSX Venture Exchange for the Consolidation on November 6, 2024.

Additionally, the Company confirms it is not proceeding with a change of name at this time.

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

Deepak Varshney, CEO
ir@xanderresources.ca

Item 9: Date of Report

November 8, 2024.