51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Anacortes Mining Corp. (the "**Company**" or "**Anacortes**")
1090 – 510 Burrard Street
Vancouver, BC, V6C 3B9

Item 2 Date of Material Change

October 12, 2021

Item 3 News Release

The News Release dated October 13, 2021 was disseminated by Newsfile Corp. on October 13, 2021.

Item 4 Summary of Material Change

On October 12, 2021, the Company entered into an Investor Relations Agreement with Kin Communications Inc. ("**Kin**") and engaged Independent Trading Group ("**ITG**") as market-maker.

Under the terms of the Investor Relations Agreement with Kin, which is dated October 12, 2021, Kin has agreed to assist Anacortes with investor relations, including communicating with and marketing to potential investors, shareholders and media contacts for a period of twelve months and on a month-to-month basis thereafter. In consideration for the services, the Company has agreed to pay Kin $12,500 per month. In addition, the Company has granted Kin stock options entitling it to purchase 150,000 of the Company's common shares at a price of $2.40 per share with a five-year term, vesting in four equal instalments of 37,500 options over a period of 18 months, with the first instalment vesting on the date of grant (October 12, 2021), and three additional instalments, each for 37,500 options, on the six, 12 and 18 month anniversaries of the date of grant. The Company has been advised that Kin and its principals own 366,666 shares of the Company.

Kin is owned by President and CEO Arlen Hansen and has no direct relationship with the Company, other than as described above.

Anacortes has also engaged the services of ITG as market-maker for its common shares on the TSX Venture Exchange ("**TSXV**").

Under the terms of the agreement, Anacortes has engaged ITG for an initial term of three-months, and thereafter on a month-to-month basis. Anacortes has agreed to pay ITG a monthly fee of $5,000 for market making services. The Company is advised that, at the date of the agreement, neither ITG nor its principals had any direct or indirect interest in any of the Company's securities. The engagement of ITG remains subject to the approval of the TSXV.

ITG is Canada's only brokerage firm dedicated specifically to professional trading. ITG provides market making and liquidity provider services. ITG was established by a group of Toronto Floor Traders in 1992 with the intent of developing a business where market makers could conduct business in a professional manner without conflict or compromise.

In addition, effective October 12, 2021, Anacortes has granted options to purchase an aggregate of 600,000 common shares in its capital to three of its independent directors, 300,000 options to its Chief Executive Officer, 250,000 options to its Chief Financial Officer, 250,000 options to the President of its Peruvian subsidiary, and 250,000 to a consultant advisor to the Board. All of these options vested immediately and entitle the holder to purchase one common share of the Company at an exercise price of $2.40 per share for a period of five years from the date of grant.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

A full description of the material change is described in Item 4 above and in the Company's news release disseminated on October 13, 2021.

5.2 Disclosure for Restructuring Transactions

N/A

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

N/A

Item 7 Omitted Information

None

Item 8 Executive Officer

Contact: James Currie, CEO
Telephone: 604.684-6730

Item 9 Date of Report

October 15, 2021