

FORM 51-102F3

MATERIAL CHANGE REPORT

1. Name and Address of Company:

Baden Resources Inc.
Suite 503- 905 West Pender Street
Vancouver, British Columbia, V6C1L6

2. Date of Material Change:

February 10, 2022

3. News Release:

The news release with respect to the material change was disseminated through Odyssey Trust on February 10, 2022 and filed on the SEDAR website at www.sedar.com.

4. Summary of Material Change:

The Company provided a further update of exploration on the Midway Property.

5. Full Description of Material Change:

Baden Resources Inc. ("Baden" or the "Company") (CSE:"BDN") is pleased to announce that it has received assay results and provides an update to its 2021 exploration program completed at the road accessible Midway Property, approximately 5 kilometers west of Midway, BC. Assays have been received for rock grab samples collected across the Midway Property, with selected rock samples yielding up to 1.31 grams per tonne (g/t) gold (Au) and 12.35% copper (Cu).

Exploration completed in October 2021, consisted of prospecting and rock sampling, along with ground geophysical surveys including ground magnetics and horizontal loop electromagnetic (HLEM) surveys targeting gold (Au), silver (Ag) and copper (Cu) mineralization associated with skarn and epithermal alteration at three target areas including the Ingram Creek gold in soil anomaly, and the Lois-Bruce and Big Sexy skarn areas.

A total of 146 rock grab samples collected from outcrops of skarn and old workings in the Lois area centered on a mapped northeast trending fault zone have yielded a number of anomalous samples with gold and copper. The skarn mineralization is most often developed along the contact with Triassic Brooklyn limestone and sharpstone conglomerate in the vicinity of fault zones within the Midway Window. A total of 9 of the 146 rock grab samples yielded from 0.113 g/t Au up to 1.31 g/t Au. In addition, a total of 9 rock grab samples yielded from 0.26% up to 12.35% Cu with 4 samples returning greater than 1% Cu. The majority of the anomalous gold and copper bearing samples were collected from a 500 m by 500 m area centered on one of the northeast trending fault zones associated with the historical Lois showings. The HLEM surveys have identified a number of interesting conductivity anomalies spatially associated with

sulphide mineralization and the fault zone in the Lois area.

In November 2021, Baden's CEO, Howard Milne, its CFO, Steve Mathiesen and Director James Place, P.Geo., together with Michael Dufresne, P.Geol. and P.Geo., of APEX Geoscience Ltd. visited the Midway Property and viewed the areas of recent exploration.

The focus of the 2021 exploration program was the "Midway Window" where Late Paleozoic volcanics and Triassic sediments are intruded by a number of intrusions with widespread hornfels alteration along with localized skarn that host a number of historical showings including the Texas, Bruce and Lois showings. Prospecting, sampling and ground geophysical surveys were focused in areas of historical and recent sampling that has identified a number of copper-gold geochemical anomalies within the "Midway Window".

Baden completed its commitment of \$150,000 of exploration expenses on the Midway Property by December 31, 2021 and is currently considering next steps with the project.

See news release attached hereto as Schedule A for a description of the material change.

5.2 Disclosure of Restructuring Transactions

Not applicable.

6. Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102 *Continuous Disclosure Obligations*:

Not Applicable

7. Omitted Information:

Not Applicable

8. Executive Officer:

Howard Milne
Telephone: (604) 377-8994
Email hdmcap@shaw.ca

9. Date of Report:

February 10, 2022

SCHEDULE A

BADEN RESOURCES UPDATE ON MIDWAY PROPERTY

VANCOUVER, BRITISH COLUMBIA – February 10, 2022 – Baden Resources Inc. (“Baden” or the “Company”) (CSE:“BDN”) is pleased to announce that it has received assays results and provides an update to its 2021 exploration program completed at the road accessible Midway Property, approximately 5 kilometers west of Midway, BC. Assays have been received for rock grab samples collected across the Midway Property, with selected rock samples yielding up to 1.31 grams per tonne (g/t) gold (Au) and 12.35% copper (Cu).

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The technical content of this news release has been reviewed and approved by Michael B. Dufresne, M. Sc., P. Geol., P.Geol., who is a Qualified Person as defined by National Instrument 43-101 Standards of Disclosure for Mineral Projects.

The Company is a mineral exploration company focused on the acquisition, exploration and development of mineral properties in Canada and the USA.

On Behalf of the Company

Howard Milne, Chief Executive Officer

For further information, please contact Howard Milne, CEO at 604-377-8994 email hdmcap@shaw.ca

Forward Looking Statements: This press release may contain "forward-looking information or statements" within the meaning of Canadian securities laws, which may include, but are not limited to statements relating to its future business plans. All statements in this release, other than statements of historical facts, that address events or developments that the Company expects to occur, are forward-looking statements. Forward-looking statements are statements that are not historical facts and are generally, but not always, identified by the words "expects", "plans", "anticipates", "believes", "intends", "estimates", "projects", "potential" and similar expressions, or that events or conditions "will", "would", "may", "could" or "should" occur. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results may differ from those in the forward-looking statements. Such forward-looking information reflects the Company's views with respect to future events and is subject to risks, uncertainties and assumptions. The Company does not undertake to update forward-looking statements or forward-looking information, except as required by law.

Neither Canadian Securities Exchange nor its regulation services provider accepts responsibility for the adequacy or accuracy of this release.