

**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**

August 16, 2022

**Item 3: News Release**

A news release was issued and disseminated on August 5, 2022 and filed on SEDAR ([www.sedar.com](http://www.sedar.com)).

**Item 4: Summary of Material Changes**

The Company announced that, subject to the approval of the TSX Venture Exchange (the “Exchange”), it intends to extend the expiration date of an aggregate of 1,547,890 warrants (the “Warrants”).

**Item 5: Full Description of Material Change**

The Company announced that, subject to the approval of the Exchange, it intends to extend the expiration date of an aggregate of 1,547,890 Warrants originally issued by the Company on August 24, 2020 and December 22, 2020 pursuant to non-brokered private placements by one year.

The Warrants are exercisable into common shares of the Company at a price of \$0.26 per common share with 784,000 Warrants set to expire on August 24, 2022 and 763,890 Warrants set to expire on December 22, 2022.

The Company wishes to extend the expiry date of the 784,000 Warrants to 4:00 PM PT on **August 24, 2023** and the 763,890 Warrants to 4:00 PM PT on **December 22, 2023**. All other terms and conditions of the Warrants, including the exercise price, remain the same.

The Company received Exchange approval to the extension of the expiry dates of the Warrants on August 16, 2022.

**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](mailto:ir@xanderresources.ca)

**Item 9: Date of Report**

August 16, 2022.