51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

BRS Resources Ltd. (the "**Company**")
308 1441 Johnston Road
White Rock, BC V4B 3Z7

Item 2 Date of Material Change

July 31, 2026

Item 3 News Release

The news release dated August 5, 2026 was disseminated through Newsfile Corp. on August 5, 2026.

Item 4 Summary of Material Change

The Company announced that, further to its previous letter of intent, it has signed a definitive agreement (the "**Definitive Agreement**") to acquire high-potential mineral concessions in the premier Mulatos Gold Belt, located 11 km north of Yécora, Sonora, Mexico (the "**Properties**").

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

On July 31, 2026, the Company entered into the Definitive Agreement to acquire the Properties.

This strategic transaction is intended to expand the Company's exploration footprint to over 1,000 hectares targeting high-grade epithermal precious metal deposits (gold, silver, and copper) situated along the same prolific corridor as major operating mines including Alamos Gold's Mulatos mine and Agnico Eagle's La India mine.

<u>**Operating Structure & Local Execution**</u>

As the local operating entity in Sonora, Mexico, **Canson Mining Group SA de CV** would directly oversee:

Workforce & Hiring: Managing local labor and field site operations.

Permitting & Environment: Handling regulatory filings, surface rights, and environmental compliance.

Community Relations: Building direct partnerships with local Mexican stakeholders.

Logistics & Tax Compliance: Directing regional supply chains, land taxes, and corporate compliance.

<u>Transaction & Key Highlights</u>

Tier-1 Jurisdiction: The concessions—including the La Guadalupana and El Señor de los Guerreros claim blocks—cover 1,053 hectares of prime epithermal gold-silver-copper potential.

Definitive Agreement Terms: Pursuant to the Definitive Agreement, the Company may earn a 75% interest in the Properties by expending US$5,000,000 in exploration and development over a 5 year period and, at its sole discretion, making a payment of US$5,000,000 at the end of the 5 year period. BRS has agreed to grant the vendors a 3% net smelter return royalty (the "**NSR**") with the option to buy-back 2% of the NSR for US$3,000,000. BRS has agreed to pay US$100,000 which will be used by the vendors for the preparation of a NI 43-101 technical report. As part of the acquisition, the vendors have agreed to grant to the Company a right of first refusal in connection with the sale of any of their interest in the Properties. Completion of the acquisition is subject to the Company obtaining all necessary regulatory approvals.

Technical Advancement: The Company intends on engaging technical consultants (ALS Geo Resources) to oversee site visits and data integration to advance a NI 43-101 compliant technical report.

Active Field Program: The Company intends on advancing high-resolution drone geophysics (UAV magnetics with GDI Geofísica Aplicada de México) and 3D inversion modeling to finalize primary targets ahead of its drilling campaign.

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

Byron Coulthard, CEO, (604) 657-7004

Item 9 Date of Report

August 5, 2026