

FORM 51-102F3
Material Change Report

1. Name and Address of Company

Xander Resources Inc. (the “**Company**”)
Suite 3302 – 939 Homer Street
Vancouver, BC V6B 2W6

2. Date of Material Change

May 19, 2020

3. News Release

The news release was disseminated through Stockwatch and Baystreet on May 19, 2020.

4. Summary of Material Change

The Company announced the appointment of Rodney Ireland, a director of the Company, as Chief Executive Officer effective immediately.

The appointment of Mr. Ireland filled the vacancy created by the prior resignation of Mr. Dwayne Yaretz as CEO. The Company wishes to thank Mr. Yaretz for his contribution to the Company and pleased that Mr. Yaretz will remain as a director and corporate secretary of the Company.

5. Full Description of Material Change

5.1 Full Description of Material Change

See Item 4 above and the attached news release for a full description of the material change.

5.2 Disclosure for Restructuring Transactions

Not applicable.

6. Reliance on subsection 7.1(2) of National Instrument 51-102

Not applicable.

7. Omitted Information

None.

8. Executive Officer

James Fairbairn, Chief Financial Officer, 416-729-9344

9. Date of Report

May 19, 2020.

XANDER RESOURCES INC.
Suite 3302 - 939 Homer Street
Vancouver, BC V6B 2W6

FOR IMMEDIATE RELEASE

May 19, 2020

Xander Announces Change in Officers

Xander Resources Inc. (TSX-V: XND) (the “**Company**”) The Company is pleased to announce the appointment of Rodney Ireland, a director of the Company, as Chief Executive Officer effective immediately.

Mr. Ireland brings over 15 years capital markets experience consulting for several TSX, ASX, TSXV and CSE companies. Formerly Managing Director of Fortbridge Canada an international communications firm specializing in the resource sector. Mr. Ireland was a founding board member of Vanadium One and Green Panda Capital Corporation and served on the board of Forrester Metals.

Mr. Ireland had the following comment upon accepting his appointment, “I am excited for the opportunity to work with Xander’s Board and management team as we pursue new opportunities to drive shareholder value.”

The appointment of Mr. Ireland filled the vacancy created by the prior resignation of Mr. Dwayne Yaretz as CEO. The Company wishes to thank Mr. Yaretz for his contribution to the Company and pleased that Mr. Yaretz will remain as a director and corporate secretary of the Company.

On behalf of the Board of Directors,

“Rodney Ireland”

Rodney Ireland, Chief Executive Officer

Tel: (226) 257-8994

Email: rodney@xanderresources.ca

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