

**FORM 51-102F3  
MATERIAL CHANGE REPORT**

**Item 1: Name and Address of Reporting Issuer**

Xander Resources Inc. (the “Company”)  
Suite 804-750 West Pender Street  
Vancouver, BC V6C 2T7

**Item 2: Date of Material Change**

September 15, 2020.

**Item 3: News Release**

A news release was issued and disseminated on September 17, 2020 and filed on SEDAR ([www.sedar.com](http://www.sedar.com)).

**Item 4: Summary of Material Changes**

The Company announced that it has engaged Maricom Inc. (“**Maricom**”) to provide market and investor awareness services to the Company via bilingual platform. See Item 5 for full details.

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

The Company announced that it has engaged Maricom of Montreal to provide market and investor awareness services to the Company via bilingual platform.

Maricom has been engaged by the Company for an initial term of 3 months, commencing on September 15, 2020 to December 15, 2020, and will have the option to renew for an additional 6 months at the same monthly fee plus stock options. Either party can terminate upon 60 days’ written notice. The Company has agreed to remunerate Maricom a monthly fee of \$4,000 plus applicable taxes, payable on the first day of each month.

The Company has also agreed to grant Maricom incentive stock options to purchase a total of 100,000 common shares at an exercise price of \$0.25 per share for a period of 1 year in accordance with the provisions of its stock option plan. The options shall vest as to 50,000 options immediately and 50,000 options three months from the grant date.

Maricom has agreed to perform various services to the Company, including, but not limited to, develop or optimize a fully bilingual message and presentation that outlines the Company’s business, management, milestones and upcoming catalysts including major reasons to own, distribute that message directly to Maricom’s network of investment advisors, institutional fund managers, investment bankers and analysts in Montreal and Toronto. Maricom promotes all news releases and articles pertaining to the Company across all social media platforms to maximize awareness. Maricom will drive a bilingual platform where the Company will ensure all French inquiries are responded to via phone or email within 24 hours. Maricom will also handle translating all news releases from English to French. The services will be performed by Remy Scalabrini, CEO and founder of Maricom.

**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**

Dwayne Yaretz, Corporate Secretary and Director

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Email: [dyaretz@gmail.com](mailto:dyaretz@gmail.com)

Website: [www.xanderresources.ca](http://www.xanderresources.ca)

Pour les communications en français de Xander Resources :

Rémy Scalabrini

Maricom Inc.

Tél : (888) 585-6274

Courriel : [rs@maricom.ca](mailto:rs@maricom.ca)

**Item 9: Date of Report**

September 17, 2020.