

## FORM 51-102F3 - MATERIAL CHANGE REPORT

1. **NAME AND ADDRESS OF COMPANY**

Getchell Gold Corp.  
133 Richmond Street, Suite 310  
Toronto, Ontario M5H 2L3

2. **DATE OF MATERIAL CHANGE**

July 16, 2020

3. **NEWS RELEASE**

News release dated July 16, 2020 was disseminated via the facilities of Newsfile.

4. **SUMMARY OF MATERIAL CHANGE**

Getchell Gold Corp. (the “**Company**”) appointed Mike Sieb as President and Jim Mustard as a Director of the Company. The Company also granted stock options to Mr. Mustard.

5. **FULL DESCRIPTION OF MATERIAL CHANGE**

The Company appointed Mike Sieb as President and Jim Mustard as Director. Mr. Sieb has been a Director of the Company since December of 2018.

Mike Sieb, President and Director

Mike Sieb is a senior executive with over 30 years of strong corporate and project management experience in international mining and exploration across multiple commodities and jurisdictions. He brings an impressive list of accomplishments developing from a strong technical and marketing foundation. During his tenure as President of Brilliant Mining Corp., the company effected a \$20 million acquisition of part ownership in an Australian nickel sulphide mine and grew the company to a \$200 million market capitalization in under two years, resulting in the company being named TSX50 “Top 10 Mining Companies” for 2 consecutive years.

As President of American Potash Corp., he liaised with the US Bureau of Land Management to obtain one of only two federal potash permits granted in over 40 years and as President of International Lithium Corp. he sourced a strategic partnership with Ganfeng Lithium Co. Ltd., the second largest global lithium product manufacturer having a market capitalization of \$10 billion dollars. More recently as President of Explorex Resources Inc., the company completed a reverse takeover by Raffles Financial Private Limited, a Singapore based international financial advisory firm.

He is currently a director of Origen Resources Inc., Troubadour Resources Inc. and Cross River Ventures. Mr. Sieb holds an MBA and a Bachelor of Science degree in Geology.

Jim Mustard, Director

Jim Mustard is a seasoned capital markets and mining professional, bringing over 30 years of expertise in business and project development to the Company. He recently completed his tenure as the VP Corp. Development and Director with Explorex Resources Inc. He was VP of Investment Banking at PI Financial. Prior to that he was the President of Canada Zinc Metals and before that was VP and Senior Mining Analyst at Haywood Securities for 11 years. He has also worked for Barrick Gold, Eldorado Gold, Amax of Canada, Canada Tungsten Mining, the Government of Canada and Cyprus Anvil. He is currently President of Goldblock Capital Inc, and a Director of Four Nines Gold Inc. and Zola Minerals Inc. (pvt).

Through his various tenures, he has reviewed hundreds of projects and companies and has accumulated extensive experience in exploration and development in North and South America. In addition to a strong technical background, he has developed a considerable capital market and investment network.

Jim is a registered Professional Engineer with the Association of Professional Engineers and Geoscientists of BC.

Corporate News

The Company announced that incentive stock options to purchase up to 150,000 common shares of the Company have been granted to Mr. Mustard pursuant to the Company's stock option plan. The options are exercisable at \$0.345 per share for a period of five years from the grant date.

The Company further announced the issuance of 50,000 common shares of the Company, at a deemed price of \$0.35 per share, to a service provider as payment for consulting services provided to the Company. The Company entered into a consulting services agreement with the service provider in respect of the provision of advertising services. The shares issued will be subject to a four month hold period in accordance with applicable securities laws.

The Company reiterates that its near-term strategy to advance its assets is not impacted by the COVID-19 Corona virus. The Company continues to monitor the situation and is in compliance with all government guidelines.

6. **RELIANCE ON SUBSECTION 7.1(2) OF NATIONAL INSTRUMENT 51-102**

Not applicable.

7. **OMITTED INFORMATION**

Not applicable.

8. **EXECUTIVE OFFICER**

William Wagener  
Chairman & CEO  
Telephone: +1 303 517 8764  
Email: info@getchellgold.com

9. **DATE OF REPORT**

July 28, 2020