

**FORM 51-102F3**  
**Material Change Report**

**1. Name and Address of Company**

Clarity Gold Corp. (the "Company")  
915 - 1055 West Hastings Street.  
Vancouver, BC V6E 2E9

**2. Date of Material Changes**

September 11, 2020

**3. News Release**

The news release was issued on September 14, 2020 through Cision.

**4. Summary of Material Changes**

On September 14, 2020, the Company announced that it has appointed Michael Robert to its Advisory Board. Mr. Michel Robert (B.A., B.A.Sc. (Hons), M.A.Sc (Hons)) is a metallurgist and mining engineer with over 45 years of diverse technical experience in the mining industry, both identifying assets for acquisition and then putting those mines back into production. In recent years he has focused on identifying and advancing earlier stage mineral properties for eventual sale to public and private companies.

The Company also announced that it has granted incentive stock options (each, an "Option") to acquire an aggregate of 500,000 common shares of the Company (each, a "Share") to certain consultants under its stock option plan. Each Option is exercisable for a period of three years expiring on September 11, 2023 at a price of \$1.06 per Share. All the Options vest on the date of grant. The Options and the Shares issuable upon the exercise of the Options held by the optionee are subject to a hold period of four months from the date of grant of the Options.

**5. Full Description of Material Changes**

*5.1 Full Description of Material Changes*

See Item 4 above and the attached news release with respect to the matter described above in Item 4.

*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 Rogers, CEO  
1 (833) 387-7436

**9. Date of Report**

September 14, 2020



ClarityGold  
CORP.

Vancouver, B.C.

(CSE: CLAR, FSE: 27G, OTC PINK: CLGCF)

## **CLARITY GOLD APPOINTS FORMER SNC DIRECTOR MICHEL ROBERT TO ITS ADVISORY BOARD**

**Vancouver, BC - September 13, 2020**, Clarity Gold Corp. (“Clarity” or the “Company”) (CSE: CLAR, FSE: 27G, OTC PINK: CLGCF) is pleased to welcome Mr. Michel Robert to its Advisory Board. Mr. Robert brings a wealth of metallurgical, mining engineering, and project generative experience to Clarity’s growing team.

Mr. Michel Robert (B.A., B.A.Sc. (Hons), M.A.Sc (Hons)) is a metallurgist and mining engineer with over 45 years of diverse technical experience in the mining industry, both identifying assets for acquisition and then putting those mines back into production. In recent years he has focused on identifying and advancing earlier stage mineral properties for eventual sale to public and private companies.

Mr. Robert’s experience in mining operations with major companies, include Quebec Cartier Mining Ltd., Teck Corp., SNC, Lac Minerals (now Goldcorp), AMEC, Minero Peru, Fluor Daniel and Pan American Silver Corp., where Michel’s roles have ranged from foreman to President. He has practical experience in operation, commissioning, design, construction, finance and due diligence.

As Senior Vice President for Pan American Silver Corp. from 1995 to 2001, Michel managed operations in Latin America including the expansion of the company into Peru, Mexico, and Bolivia. During this time he was responsible for the identification, purchase and turnaround of the long lived historic operations of Quiruvilca, Huaron and the San Ignacio de Morococha Mines in Peru, and the La Colorada Mine in Mexico, as well as for acquisition of the San Vicente Mine in Bolivia. All but Quiruvilca are still running today.

Michel previously served for nine years at Teck Corporation as corporate metallurgist, lead engineer and start-up manager. He was also a director of SNC (now SNC Lavalin Group Inc.) and one of three founders of Simons Mining Group (now AMEC Foster Wheeler).

“The team of advisors we continue to build is comprised of expert industry professionals with a proven trajectory of success.” said James Rogers, CEO of Clarity. “Mr. Robert’s extensive

professional background adds depth to the quality of our team with his skillset in metallurgy and engineering, and decades of advancing properties and managing operations.”

### **Grant of Options**

The Company is also pleased to announce that it has granted incentive stock options (each, an “Option”) to acquire an aggregate of 500,000 common shares of the Company (each, a “Share”) to certain consultants under its Stock Option Plan. Each Option is exercisable for a period of three years expiring on September 11, 2023, at a price of \$1.06 per Share. All the Options vested on the date of grant. The Options and the Shares issuable upon the exercise of the Options held by the optionee are subject to a hold period of four months from the date of grant of the Options.

### **About Clarity**

Clarity Gold Corp. is a Canadian mineral exploration company focused on the acquisition, exploration and development of gold projects in Canada. The Company is focused on the exploration of its 10,518 ha Empirical Project located approximately 12 km south of Lillooet, BC, and has recently expanded its mineral property portfolio with the acquisitions of the Tyber and Gretna Green projects, both located on Vancouver Island, British Columbia. The Company is based in Vancouver, British Columbia, and is listed on the CSE under the symbol “CLAR”. To learn more about Clarity Gold Corp. and its projects please visit [www.claritygoldcorp.com](http://www.claritygoldcorp.com).

### **ON BEHALF OF THE BOARD**

*“James Rogers”*

Chief Executive Officer

Tel: 1 (833) 387-7436

Email: [info@claritygoldcorp.com](mailto:info@claritygoldcorp.com)

Website: [www.claritygoldcorp.com](http://www.claritygoldcorp.com)

**CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING INFORMATION:** *This news release includes certain “forward-looking statements” under applicable Canadian securities legislation. Forward-looking statements consist of statements that are not purely historical, including any statements regarding beliefs, plans, expectations or intentions regarding the future. Such forward-looking statements in this news release include, but are not limited to, statements regarding that the new advisory board member’s technical experience and track record of management and project evaluation will be immensely valuable to the Company. Such statements are subject to risks and uncertainties that may cause actual results, performance or developments to differ materially from those contained in the statements, including risks related to factors beyond the control of the Company. No assurance can be given that any of the events anticipated by the forward-looking statements will occur or, if they do occur, what benefits the Company will obtain from them. There can be no assurance that such statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Risks that could change or prevent these statements from coming to fruition include, but are not limited to, general market conditions and other factors beyond the direct control of the Company. Accordingly, readers should not place undue reliance on forward-looking statements. The Company disclaims any intention or obligation to update*

*or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law.*

*The Canadian Securities Exchange (operated by CNSX Markets Inc.) has neither approved nor disapproved of the contents of this press release.*