

**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

August 14, 2020

3. NEWS RELEASE

News release dated September 14, 2020 was disseminated via the facilities of Newsfile.

4. SUMMARY OF MATERIAL CHANGE

Getchell Gold Corp. (the “**Company**”) engaged Red Cloud Financial Services Inc. (“**RCFS**”) as well as its affiliate Red Cloud Securities Inc. (together with RCFS, “**Red Cloud**”), to provide the Company with services, including marketing, media and on-line support.

5. FULL DESCRIPTION OF MATERIAL CHANGE

The Company retained Red Cloud, a Toronto-based resource-focused financial services platform which offers clients an extensive array of corporate access services, including marketing, media and on-line support.

The agreement with Red Cloud is for an initial six-month period until Feb. 17, 2021, and automatically renews month to month thereafter. Under the engagement, the Company will issue 180,300 shares in consideration for the initial period and Red Cloud will be paid a fee of \$10,000 per month for services it will render to the Company subsequent to the initial period. The shares issued under the initial engagement will be subject to a four-month-and-one-day hold period from the date of grant.

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**

September 30, 2020