

# FORM 51-102F3

## MATERIAL CHANGE REPORT

### Item 1: Name and Address of Company

Great Thunder Gold Corp. (the “Company”)  
Suite 900, 570 Granville Street  
Vancouver, BC, V6C 3P1

### Item 2: Date of Material Change

July 28, 2016

### Item 3: News Release

A news release was issued July 28, 2016 and was disseminated by FSCwire.

### Item 4: Summary of Material Change

The Company has retained Palisade Global Investments Ltd. to assist the Company in building market awareness in the North American investment community.

### Item 5: Full Description of Material Change

The Company has retained Palisade Global Investments Ltd. to assist the Company in building market awareness in the North American investment community.

Palisade is a merchant banking group based in The Bahamas specializing in high growth, small cap investments. Through its global network of private equity groups, fund managers and high net worth retail investors, Palisade creates strategic relationships to drive increased liquidity and source financing. They work with analysts, writers and investment professionals to produce in-depth, third-party research and market insights, servicing retail and institutional investors alike. Collin Kettell, CEO and partner, founded Palisade with Sean Zubick in early 2013 with the goal of investing in and backing undervalued junior mining companies. Mr. Kettell is well connected in the capital markets and has an extensive background in project finance and corporate development.

Palisade has been engaged to introduce the Company to high net-worth investors, retail brokers and analysts across Canada.

Palisade has been retained, subject to TSX Venture Exchange acceptance, for a 12-month period commencing August 1 at \$8,350 per month, payable in advance. The Company will also grant 200,000 incentive stock options exercisable at market price for a period of two years. The options will vest in four equal quarterly tranches. Palisade and its principals currently hold 1,500,000 shares and 1,500,000 warrants of the Company. Neither Palisade nor its employees presently have any other direct or indirect interest in the Company's securities.

**Item 6: Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102**

Not applicable

**Item 7: Omitted Information**

Not applicable

**Item 8: Executive Officer**

Kevin C. Whelan, President and Chief Executive Officer  
Telephone (250) 474-6640

DATED AT Victoria, British Columbia this 28<sup>th</sup> day of July, 2016.

GREAT THUNDER GOLD CORP.

Signed "*Glen Wallace*"

per Glen Wallace, CFO