



**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

April 18, 2017

Item 3: News Release

A news release was issued April 18, 2017 and was disseminated by FSCwire.

Item 4: Summary of Material Change

The Company has completed its oversubscribed non-brokered private placement of 12,000,000 units at a price of \$0.05 per unit, to raise gross proceeds of \$600,000.

Item 5: Full Description of Material Change

The Company has completed its oversubscribed non-brokered private placement of 12,000,000 units at a price of \$0.05 per unit, to raise gross proceeds of \$600,000.

Each unit consists of one common share and one warrant. Each warrant, in turn, entitles the holder to purchase an additional common share at a price of \$0.075 until not later than April 18, 2018. The Company paid an aggregate of \$49,400 and 988,000 warrants

as finders' fees to Mr. Nathan Rotstein, Foster & Associates Financial Services, Chippingham Financial Group and Mackie Research Capital.

The securities are subject to a hold period and may not be traded until August 19, 2017, except as permitted by applicable securities legislation and the TSX Venture Exchange.

The proceeds from the financing will be used for exploration of the Company's Quebec gold and lithium properties, and for general working capital purposes.

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 18th day of April, 2017.

GREAT THUNDER GOLD CORP.

Signed "*Glen Wallace*"

per Glen Wallace, CFO