



## FORM 51-102F3 MATERIAL CHANGE REPORT

### **Item 1: Name and Address of Company**

Great Thunder Gold Corp. (the "Company")  
Suite 830, 1100 Melville Street  
Vancouver, BC, V6E 4A6

### **Item 2: Date of Material Change**

December 11, 2019

### **Item 3: News Release**

A news release was issued December 11, 2019 and was disseminated by AccessWire.

### **Item 4: Summary of Material Change**

Effective at the opening of trading on Friday, December 13, the Company's share capital will begin trading on a post-consolidated basis.

### **Item 5: Full Description of Material Change**

Effective at the opening of trading on Friday, December 13, the Company's share capital will begin trading on a post-consolidated basis.

Letters of transmittal describing the process by which shareholders may obtain new Great Thunder Gold Corp. certificates representing their consolidated shares were mailed to registered shareholders. Shareholders who hold their shares through a broker or other intermediary and do not have shares registered in their name will not be required to

complete a letter of transmittal. No fractional shares will be issued under the share consolidation, and any fraction will be rounded to the nearest whole number.

The consolidation, previously announced on November 20, is on the basis of one new common share for every four old shares and the Company will have approximately 12,063,541 common shares issued and outstanding on a post-consolidation basis. All outstanding warrants and stock options will be adjusted accordingly to reflect the 1:4 share consolidation. The Company's name and trading symbol will remain unchanged and the shares will have a new CUSIP number (391327202) and ISIN number (CA3913272025).

**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**

Richard G. Macey, President and Chief Executive Officer  
Telephone (604) 537-4174

DATED AT Victoria, British Columbia this 11<sup>th</sup> day of December, 2019.

GREAT THUNDER GOLD CORP.

Signed "*Glen Wallace*"

per Glen Wallace, CFO