



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

January 13, 2020

Item 3: News Release

A news release was issued January 13, 2020 and was disseminated by Canada Stockwatch and Market News Publishing.

Item 4: Summary of Material Change

The Company has completed its previously announced shares-for-debt settlement with seven creditors.

Item 5: Full Description of Material Change

The Company has completed its previously announced shares-for-debt settlement with seven creditors. The Company has issued 5,942,981 common shares at a deemed price of \$0.06 per share in settlement of \$356,578.78 of debt. The issued shares are subject to a four-month hold period expiring May 14, 2020.

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

DATED AT Victoria, British Columbia this 13th day of January, 2020.

GREAT THUNDER GOLD CORP.

Signed "*Glen Wallace*"

per Glen Wallace, CFO