



FORM 51-102F3 MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

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

Item 2: Date of Material Change

April 21, 2020

Item 3: News Release

A news release was issued April 21, 2020 and was disseminated by Accesswire Canada.

Item 4: Summary of Material Change

Great Thunder has secured a Letter of Intent for the acquisition of the Southern Star Property located 6.5km south of the Fenelon/Tabasco deposit held by Wallbridge Mining Company.

Item 5: Full Description of Material Change

Great Thunder Gold has secured a Letter of Intent (“LOI”) for the acquisition of the Southern Star Property (“Southern Star”) located 6.5km south of the Fenelon/Tabasco deposit held by Wallbridge Mining Company (“Wallbridge”). The Southern Star would bring the Company to a total of 10,677 hectares in the prolific district, as it has recently acquired the Northbound and Northbound Extension properties within the camp.

Great Thunder's President & CEO Richard Macey states, "The Southern Star acquisition, subject to a due diligence process, would significantly increase the Company's strategic position along the Detour trend belt as it would nearly quadruple our key land positioning. Such well positioned land holdings provide a greater opportunity for discovery potential. With Wallbridge & Balmoral on the road to combining their companies, if the due diligence of the Southern Star is positive and this transaction is completed, it would make Great Thunder one of the largest land holders in the newly developing Fenelon Gold Camp."

About the Fenelon Gold Camp

Over the course of last year, Wallbridge Mining has had tremendous recent success in the Fenelon gold camp. Wallbridge drilled 75,000m on their project last year and planned to increase to 100,000 – 120,000m of drilling throughout 2020 en route to their maiden-resource calculation. The Fenelon Project could have the potential to host one of Quebec's next major open-pit high-grade gold deposits with the success Wallbridge is having. Last December, they reported drill intercept highlight grading of up to 22.73 g/t Au over 48.01 meters (Wallbridge Dec 3, 2019 press release) and a successful 33,233 tonnes at 18.49 g/t Au bulk sample result which met or exceeded their initial projections in terms of grade and gold recovery. This bulk sample also provided cash flow for their 2019 drilling of 75,000m.

The Jeremie Pluton Contact

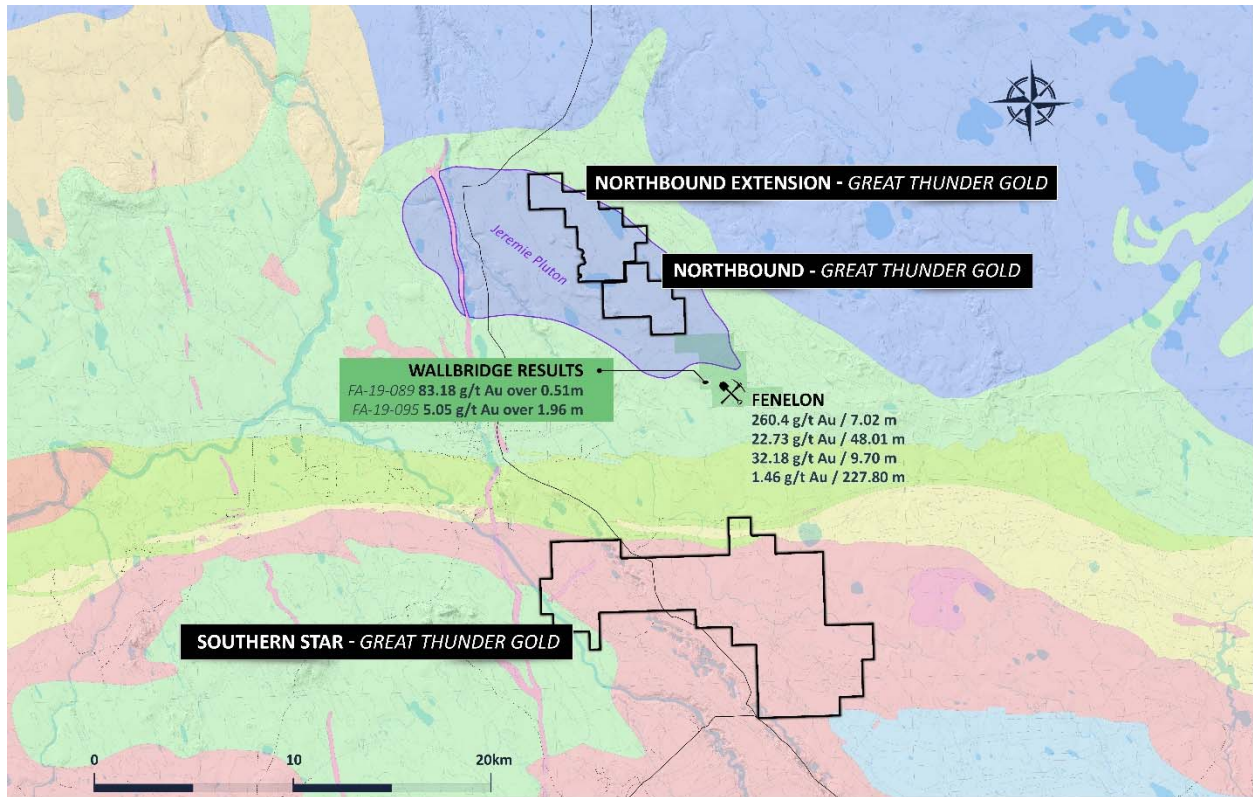
Last year, Wallbridge's exploration program tested their 4-kilometre strike length of the Jeremie Pluton contact which trends north-west onto Great Thunder's Northbound Property. Wallbridge's first drill hole ("FA-19-089") tested the concept that the Jeremie Pluton does host high-grade mineralization similar to that of their Area 51 mineralization. Targeting a structural-geophysical target, Wallbridge successfully extended their high-quality exploration target far into the northern part of their Property.

Wallbridge's Drill Hole FA-19-089: Located 800m northwest of the currently known western extent of the Fenelon Gold System resulted in **83.18 g/t Au over 0.51m**

Wallbridge's Drill Hole FA-19-095: Located 500m northwest of the currently known western extent of the Fenelon Gold System resulted in **5.05 g/t Au over 1.96m**

Great Thunder's properties (Northbound, Northbound Extension) are underlain by Jeremie Pluton, an intrusive body becoming increasingly important at the contiguous Wallbridge Fenelon property, as highlighted above. Wallbridge's exploration in 2019 tested strike extensions to the north of the property of known mineralization from the metasediments and metavolcanics and gabbro into the Jeremie pluton. Wallbridge drilling to date has confirmed the extensions of the gold-bearing mineralized zones well into the pluton and the zones appear to be open further into the pluton.

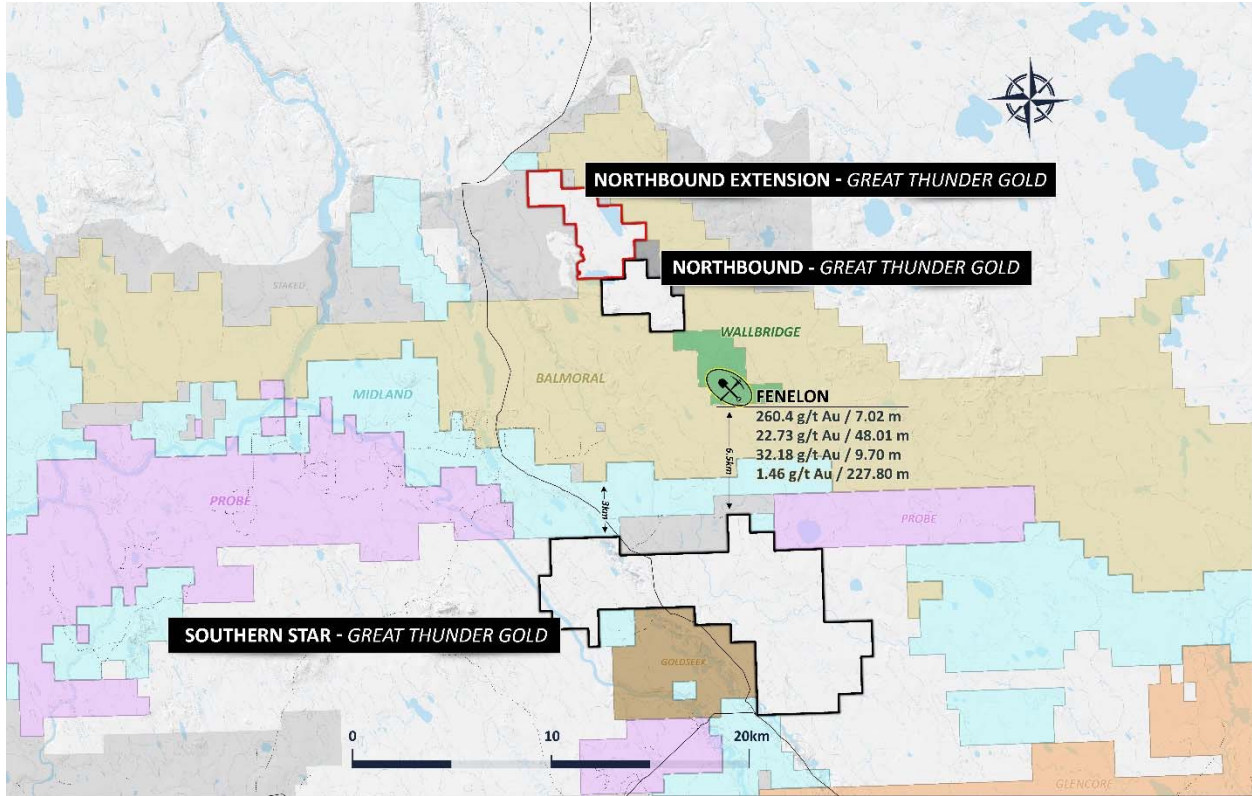
Cautionary Statements: Great Thunder cautions investors that mineralization on Wallbridge's nearby property is not necessarily indicative of similar mineralization on Great Thunder's properties in the district.



Great Thunder's Map Displaying Jeremie Pluton Intrusive Body and the Companies Properties Next to Wallbridge's Fenelon Deposit

The Southern Star Property:

The Southern Star Property is made up of 146 claims which covers approximately 8,100 hectares (81km²). It shares a 7km adjacent border with Midland Exploration's recent claim acquisition announced April 2, 2020, expanding their Gaudet property.



**Great Thunder Signs LOI to Acquire the Southern Star Property which is +7,600 hectares
6.5km South of the Wallbridge Mining’s Fenelon Deposit**

Southern Star Geology

This new property acquisition, with encouraging gold and base metal potential, protects more than 81 km² of the Brouillan-Fenelon geological Group, which is made up of felsic to mafic volcanosedimentary rocks. The Bapst Fault marks the contact between the Brouillan-Fenelon Group and the Brouillan intrusive in the SW portion of this property. The Grasset Fault also crosses in part to the NE of the property.

The Bapst Fault runs NW-SE through the SW part of the property. In the South-West section of the property there was a historic silver intercept (SG3-1) along the Bapst Fault. The intercept returned 5.6g/t Ag over 1.4m and 5g/t Ag over 1m within drill holes (Mercier et al., 1996). This silver intercept was targeted within an area of conductor anomalies and a VTEM target identified by Midland Exploration in 2017.

There are two additional distinct electro-magnetic (“EM”) targets located on this property and it covers 11km along the extension of the Lower Detour Fault. There has been little historical work to test these different targets on the property, yet.

Letter of Intent Terms

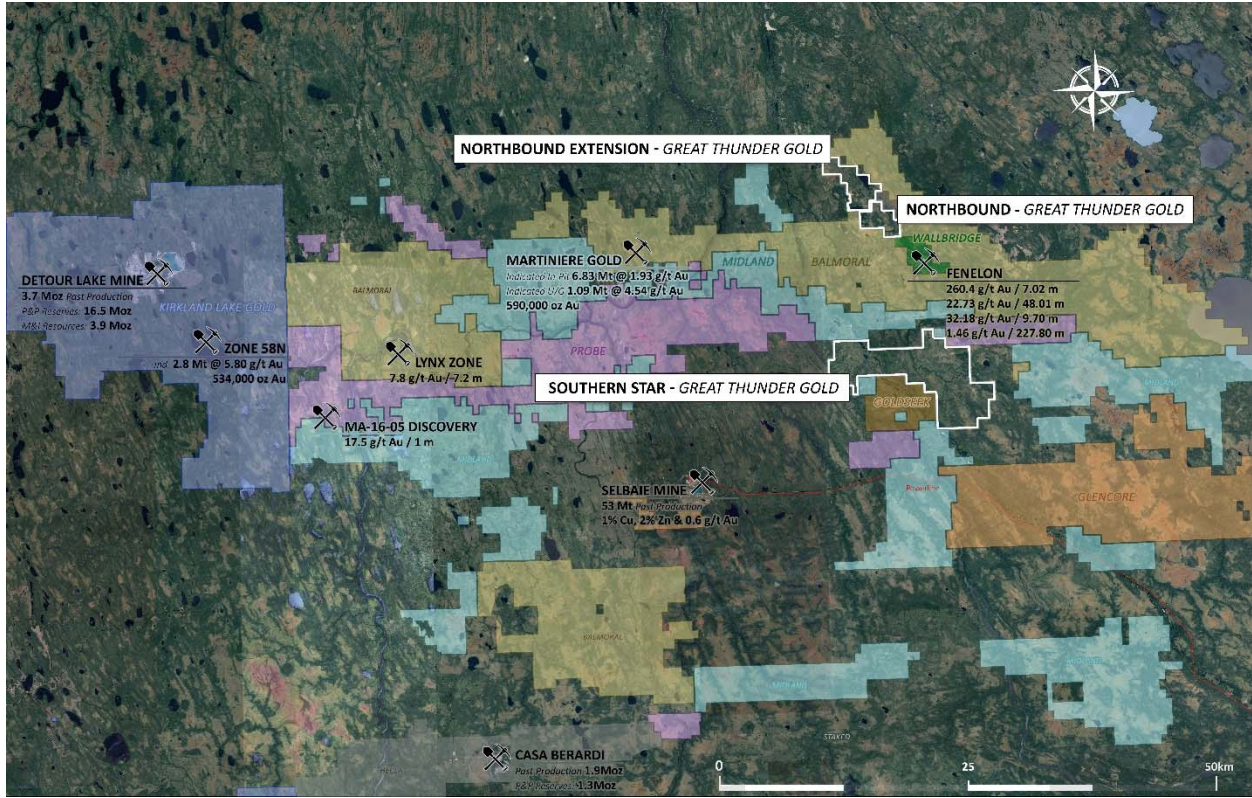
Pursuant to the LOI dated April 16th, 2020, Great Thunder can acquire a 100% interest, subject to a 3% net smelter returns royalty, in the Southern Star property from the vendors by paying a \$12,500 non-refundable deposit and, subject to regulatory acceptance, issuing 450,100 common shares.

Great Thunder can purchase 2% (or 2/3) of the net smelter returns royalty at any time for \$3,000,000.

Regional Potential

Great Thunder's strategic property package is along the detour belt that has hosted some world class mines and deposits:

1. **Fenelon (Wallbridge Mining Company Limited):** 2018-2019 bulk sampling provided 33,233 tonnes at 18.49 g/t Au. 100-120,000 meters of expansion drilling planned for 2020. (Source: Wallbridge Website)
2. **Martiniere / Bug Lake Gold Zones (Balmoral Resources):** "In March of 2018 Balmoral published an initial resource estimate for the Martiniere Gold System on the property which outlined 591,000 ounces in the Indicated resource category and an additional 54,000 ounces in the Inferred Category." (Source: Balmoral Website)
3. **Detour Lake Mine (Kirkland Lake Gold.):** The Detour Lake mine hosts gold reserves of 15.61 million ounces of gold.
4. **B-26 Property (SOQUEM Inc.):** "A resource estimate was completed in March 2018. The indicated resources of the polymetallic deposit are estimated to be 6.97 Mt at 1.32% Cu, 1.80% Zn, 0.60 g/t Au and 43 g/t Ag, and the inferred resources stand at 4.41 Mt at 2.03% Cu, 0.22% Zn, 1.07 g/t Au and 9 g/t Ag. Favourable horizons elsewhere on the property remain untested." (Source: SOQUEM's web site).



Great Thunder's Regional Map of the Detour Lake Trend

Cautionary Statements: Mineralization occurring at the mines and deposits listed above is not necessarily representative of mineralization that may be found on projects held by Great Thunder described within.

Donald Théberge, P.Eng., M.B.A, is the Qualified Person within the meaning of National Instrument 43-101 Standards of Disclosure for Mineral Projects ("NI 43-101") and has reviewed and approved the technical content herein on behalf of the Company.

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 21st day of April, 2020.

GREAT THUNDER GOLD CORP.

Signed "*Glen Wallace*"

per Glen Wallace, CFO