



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

June 15, 2020

Item 3: News Release

A news release was issued June 16, 2020 and was disseminated by Newsfile Corp.

Item 4: Summary of Material Change

Great Thunder has completed due diligence and closing of its Southern Star acquisition.

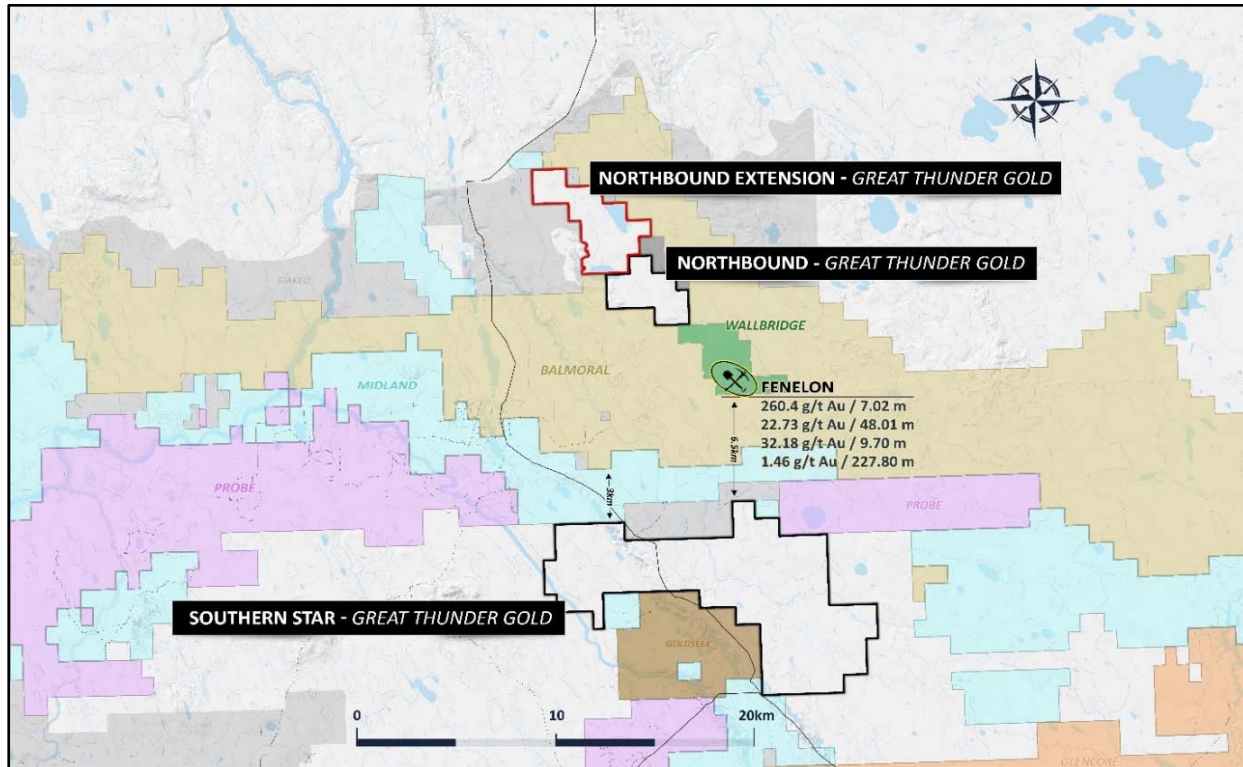
Item 5: Full Description of Material Change

Great Thunder has completed due diligence and closing of its Southern Star acquisition.

The Southern Star Property (“Southern Star”) is located 6.5km south of the Fenelon/Tabasco deposit held by Wallbridge Mining Company (“Wallbridge”). The Southern Star addition now brings the Company’s claims to a total of 10,677 hectares in the prolific district.

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.



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 volcano-sedimentary 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.

Acquisition Terms

Pursuant to two definitive agreements dated June 13, 2020, Great Thunder acquired a 100% interest, subject to a 3% net smelter returns royalty, in the Southern Star property from the vendors by paying \$12,500 and 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.

Qualified Person

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 16th day of June, 2020.

GREAT THUNDER GOLD CORP.

Signed “*Glen Wallace*”

per Glen Wallace, CFO