



GREAT THUNDER
GOLD CORP.

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

August 13, 2020

Item 3: News Release

A news release was issued August 13, 2020 and was disseminated by Newsfile Corp.

Item 4: Summary of Material Change

Great Thunder Gold Corp. has closed its previously announced non-brokered private placement of 4,600,661 units at a price of \$0.65 per unit to raise gross proceeds of \$2,990,429.

Item 5: Full Description of Material Change

Great Thunder Gold Corp. reports that it has closed its previously announced non-brokered private placement of 4,600,661 units at a price of \$0.65 per unit to raise gross proceeds of \$2,990,429.

Each unit consists of one common share and one-half of one warrant. Each full warrant, in turn, entitles the holder to purchase an additional common share at a price of \$0.85 until August 13, 2022. All securities issued pursuant to this offering are subject to a four-month hold period and may not be traded until at least December 14, 2020, except as permitted by applicable securities legislation.

Great Thunder Gold will use the net proceeds from the offering to fund exploration of its Northbound, Southern Star and other properties in the Fenelon Gold Camp of Quebec and for general working capital.

The Company relied on sections 5.5(c) and 5.7(1)(b) of Multilateral Instrument 61-101 to exempt the offering from the requirements for a formal valuation and minority shareholder approval. Neither the Company nor the purchasers have knowledge of any material information concerning the Company or its securities that has not been generally disclosed.

The Company paid aggregate finders' fees of \$105,308 and 162,012 warrants exercisable at \$0.85 per share until August 13, 2022 in respect of the offering.

About Great Thunder Gold

Great Thunder Gold is a junior Canadian mining exploration company focused on exploration and development along the Detour Gold trend in Quebec. The Company is one of the largest mineral claim holders next to the region's leader, Wallbridge Mining Company Limited.

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

Blair Naughty, President and Chief Executive Officer
Telephone (604) 346-7613

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

GREAT THUNDER GOLD CORP.

Signed "*Glen Wallace*"

per Glen Wallace, CFO