



GREAT THUNDER
G O L D C O R P .

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

November 23, 2020

Item 3: News Release

A news release was issued November 23, 2020 and was disseminated by Newsfile.

Item 4: Summary of Material Change

Great Thunder Gold Corp. has negotiated a non-brokered flow-through private placement financing of 619,048 shares at a price of \$1.05 per share with no warrant attached for aggregate gross proceeds of \$650,000.

Item 5: Full Description of Material Change

Great Thunder Gold Corp. has negotiated a non-brokered flow-through private placement financing of 619,048 shares at a price of \$1.05 per share with no warrant attached for aggregate gross proceeds of \$650,000.

The proceeds from the offering will be used to fund exploration of the Company’s properties in the Fenelon Gold Camp of Quebec.

The shares will be subject to a hold period of four months following the closing date, except as permitted by applicable securities legislation and the Canadian Securities Exchange. The Company will pay a cash finder's fees of 6% of the gross proceeds from the offering.

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 23rd day of November, 2020.

GREAT THUNDER GOLD CORP.

Signed "*Glen Wallace*"

per Glen Wallace, CFO