



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

July 14, 2021

Item 3: News Release

A news release was issued July 14, 2021 and was disseminated by Newsfile.

Item 4: Summary of Material Change

Great Thunder Gold Corp. has entered into a purchase and sale agreement with Unity Resources Group for a 100% interest in five different properties within the Central Belt of Newfoundland. The properties consist of 366 claims covering 91.5 km² or 9,150 hectares.

Item 5: Full Description of Material Change

Great Thunder Gold Corp. has entered into a purchase and sale agreement (the “Agreement”) with Unity Resources Group (the “Vendors”) for a 100% interest in five different properties within the Central Belt of Newfoundland. The properties consist of 366 claims (the “Mineral Claims”) covering 91.5 km² or 9,150 hectares (Figure 1).

With this acquisition, Great Thunder has substantially expanded its strategic land holdings in Newfoundland from 511 claims to 877 claims covering 219.25 km² or 21,925 hectares. This latest acquisition makes Great Thunder a significant landholder in the Newfoundland Gold Rush triggered by New Found Gold's (TSXV: NFG) multiple discoveries and Marathon Gold's excellent exploration and development results.

Great Thunder's CEO Mr. Blair Naughty comments, "We are very pleased to have struck a deal to acquire these properties. The vendors are led by Mr. Gary Lewis, a Newfoundland-based prospector who has the first-mover advantage with these projects. Gary was the person that first toured the New Found Gold team as they entered the province as a private company. Some of Great Thunder's newly acquired claim blocks are highly prospective given that they all are near the excitement, and most were held prior to other companies joining the rush, including New Found Gold. This truly gives us the upper hand. Also, the deal comes with new shareholders, partners and technical advisors who have the connections, wherewithal and abilities to move these projects forward quickly."

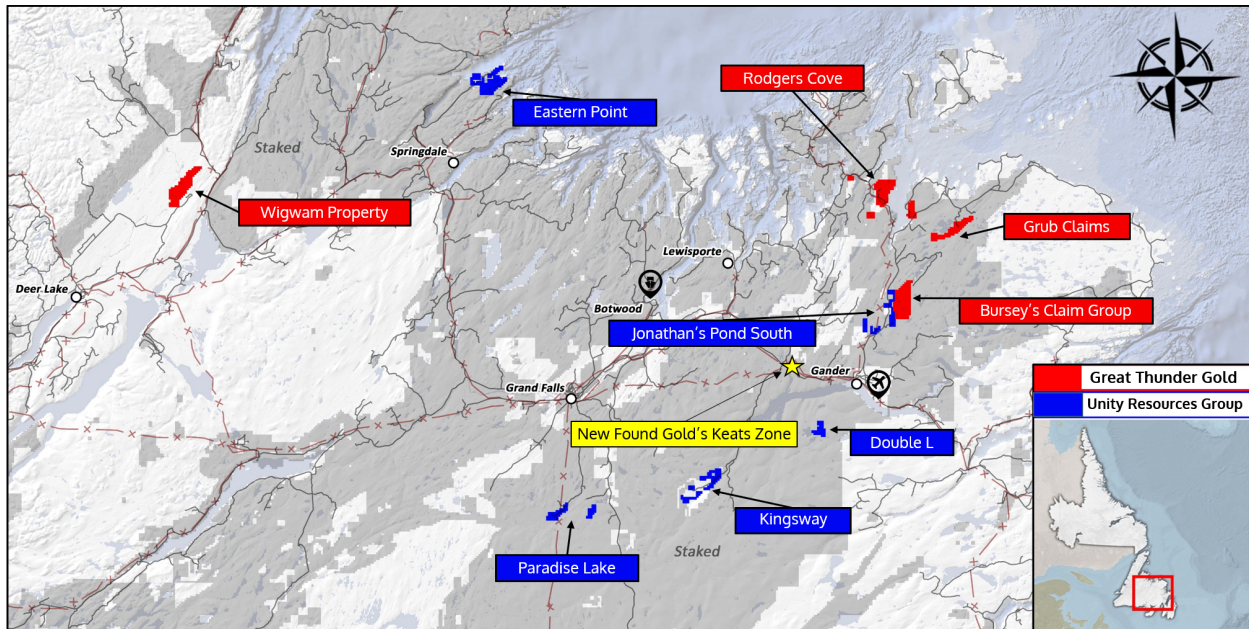


Figure 1: Map of Newfoundland's mineral claims with Great Thunder's current land holdings

Highlights

- 366 purchased claims expanding the Company's land position to 877 claims.
- All projects, except Eastern Point in Baie Verte, Newfoundland, are located directly on the Grub Line and the Appleton Fault deformation corridor or related to the Valentine Lake Shear Zone.

Jonathan's Pond South Project

- The Jonathan's Pond South project is adjacent to Exploits Discovery Corp.'s ("Exploits") Jonathon Pond claims which Exploits bought from New Found Gold (see New Found Gold news release dated December 11th, 2020) for 6,000,000 shares.

- The project area hosts key stacked Sigmoidal Fault to the Gander Lake Sigmoidal Fault and hosts splay faults off the GRUB line.
- Magnetic geophysical surveys outline multiple prospective targets in the area.
- The area hosts extremely high gold in tills and heavy mineral concentrates up to 400,000 ppb gold, which has not been sourced.
- Float sample down ice of the claims ran over 700 g/t Au.
- This former work will help direct planned exploration work to determine the source of the numerous gold till anomalies in the area.
 - [Source: https://gis.geosurv.gov.nl.ca/geofilePDFS/Batch02/002E_0705.pdf]
- Also, adjacent to Great Thunder's Bursery Project.

Kingsway Project

- Completely surrounds the Antimony Mine.
- Geophysical anomaly covers the project from the northeast to the southwest.
- Projected mineralized structure extends onto the project's west border as well as the southeast.
- Located between New Found Gold's Queensway and Eastern Pond areas.
- Adjacent to the southwest border of New Found Gold, and adjacent to Exploits Discovery and Crest Resources.

Eastern Point Project

- First mover advantage.
- Assays up to 44 grams of gold in quartz cutting iron sediment which is the same host geology as the past-producing Nugget Pond Mine and Goldenville Mine located to the north-west of the project.
- Adjacent to the Silverdale Mine.
- Directly east of Shoreline Exploration Inc.'s recent staking spree.
- Located less than 50 km northeast of the Hammerdown Deposit of Maritime Resources.

Double L Project

- Adjacent project between New Found Gold and Sassy Resources.

Paradise Lake Project

- Gold in till identified in the late 1980s.
- Discovered gold showing in 2001.
- Epithermal boulders in float, has not been sourced.

Agreement Terms

To complete the purchase, Great Thunder will pay \$150,000 and issue 3,200,000 common shares to the vendors and certain of the vendors will retain a 2% net smelter returns royalty, of which Great Thunder may buy back 1% of the royalty for \$1,500,000.

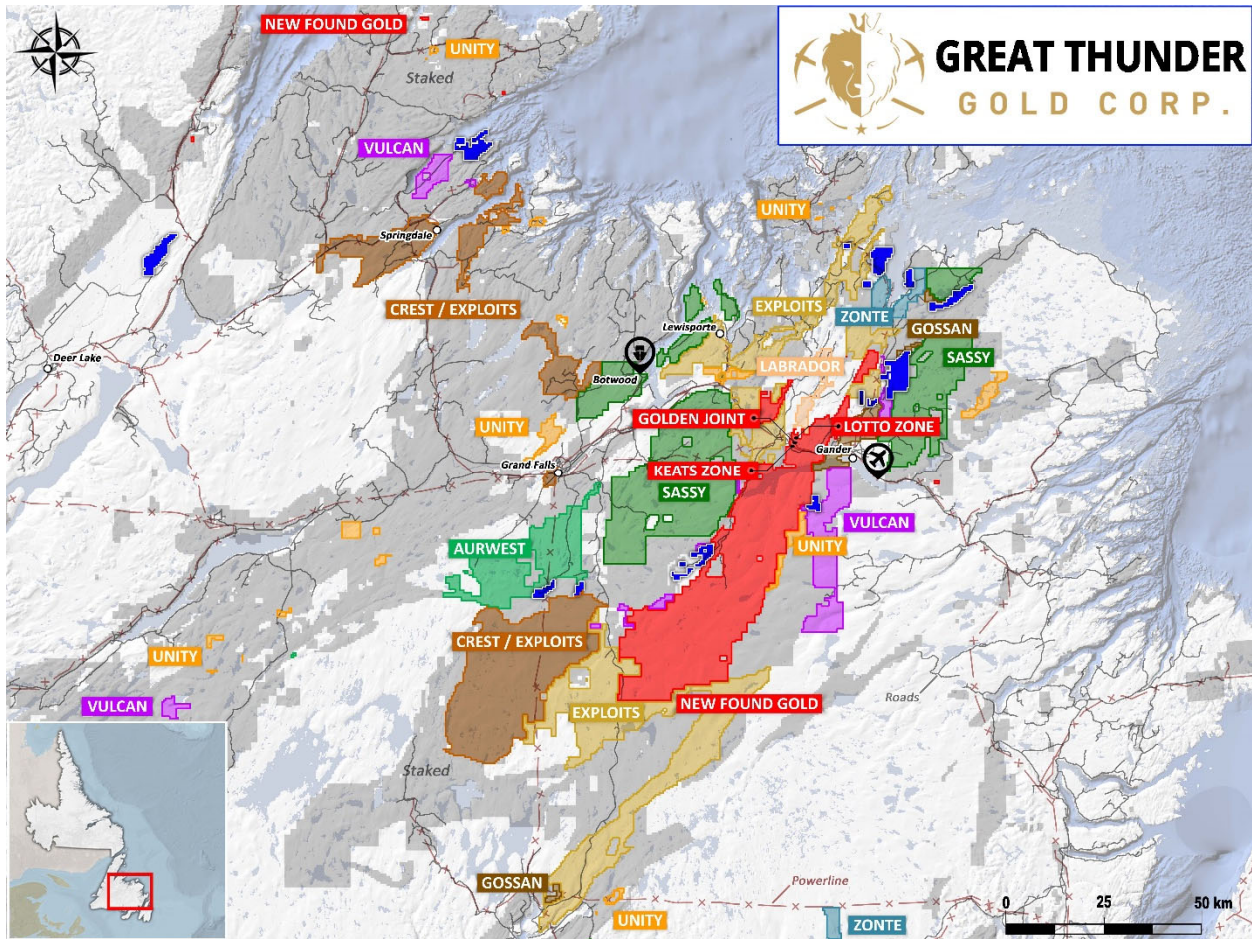


Figure 2: Great Thunder's land positions (in blue) on the Newfoundland Area Play Map compiled by Exploration Sites on July 13th, 2021

Qualified Person

Mr. Mike Kilbourne, P. Geo, an independent qualified person as defined in National Instrument 43-101, has reviewed, and approved the technical contents herein on behalf of the Company.

The QP has not completed sufficient work to verify the historic information, particularly regarding historical exploration, neighbouring companies, and government geological work. The information provides an indication of the exploration potential of the Property but may not be representative of expected results.

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 14th day of July, 2021.

GREAT THUNDER GOLD CORP.

Signed "*Glen Wallace*"

per Glen Wallace, CFO