

Form 51-102F3
Material Change Report

1. Name and Address of Company

Newfoundland Discovery Corp.

700-838 W Hastings Street

Vancouver, BC

V6C 0A6

(the "Company")

2. Dates of Material Change(s)

September 30, 2022

3. News Release(s)

A news release was issued on October 4, 2022 and disseminated via Newsfile pursuant to section 7.1 of National Instrument 51-102.

4. Summaries of Material Changes

The Company is pleased to announce that the Company has entered into a binding letter of intent (the "LOI") whereby the Company has granted Mining Equities Pty Ltd. ("Mining Equities"), an Australian company, the right to acquire a 100% interest in the Chubb Lithium Property, consisting of thirty-five (35) mineral claims comprising approximately 1,509 hectares, located in Quebec, Canada (the "Property");

5. Full Description of Material Changes

News Release dated October 4, 2022 – See Schedule "A"

6. Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

7. Omitted Information

No information has been omitted.

8. Executive Officer

Mr. Jeremy Prinsen, CEO of the Company, is knowledgeable about the material change contained herein and may be reached at (780) 717-3416.

9. Date of Report

This report is dated October 4, 2022.

Newfoundland Discovery Enters into LOI to Sell Chubb Lithium Property

Vancouver, BC, October 4th, 2022 – NEWFOUNDLAND DISCOVERY CORP. (CSE: NEWD, OTC: NEWDF, FSE: M4K-FF) ("Newfoundland Discovery" or the "Company") is pleased to announce that the Company has entered into a binding letter of intent (the "**LOI**") whereby the Company has granted Mining Equities Pty Ltd. ("Mining Equities"), an Australian company, the right to acquire a 100% interest in the Chubb Lithium Property, consisting of thirty-five (35) mineral claims comprising approximately 1,509 hectares, located in Quebec, Canada (the "**Property**");

Under the terms of the LOI, Mining Equities may acquire a 100% interest in the Property by:

- (i) paying the Company C\$500,000 and issuing such amount of shares having a value of C\$1,200,000 ("Consideration Shares") in a company that is listed on the Australian Securities Exchange (the "**ASX listed Company**"), using the Volume Weighted Average Price ("**VWAP**") over the five (5) days prior to closing; and
- (ii) The Company shall assign to Mining Equities its buy-back rights on an underlying 1% net smelter returns royalty payable to Mineral Hills Industries Limited ("Mineral Hills"), whereby the Company may purchase 1% for C\$200,000 at any time.

The Company has granted Mining Equities an exclusive due diligence period of forty-five (45) days in consideration of a non-refundable payment of C\$10,000. The closing of the transaction is subject to and conditional upon, among other conditions standard for such sort of transaction, the satisfaction of the following conditions precedent:

- (i) Mining Equities shall have entered into an acquisition, merger or some form of agreement with the ASX Listed Company whereby Mining Equities' rights and obligations under the LOI and the definitive agreement become the rights and obligations of the ASX Listed Company; and
- (ii) Mineral Hills shall have consented to the assignment of the NSR buyback to Mining Equities by way of agreement between Mineral Hills, the Company, and Mining Equities.

Mr. Jeremy Prinsen, President & CEO, stated: With this transaction, with a very active & successful group, for the Chubb Project gives Newfoundland Discovery additional capital without further dilution. It also provides the Company with an equity position in the future developments of the Chubb Project. The area is very active with the potential development of the latest North American lithium production, and we look forward to maintaining a position with it through this transaction."

Mr. Prinsen continues, "Newfoundland Discovery can now focus on its Newfoundland assets portfolio where we are making plans to commence multiple exploration programs in the coming months."

About Newfoundland Discovery Corp.

Newfoundland Discovery is a Canadian junior mining exploration company focused on exploration and development along the Detour Gold trend in Quebec and the Central Gold Belt in Newfoundland and Labrador. The Company is one of the largest mineral claim holders in the Detour trend and retains significant landholdings in Newfoundland.

On Behalf of the Board of Directors,
NEWFOUNDLAND DISCOVERY CORP.

"Jeremy Prinsen"

President, CEO & Director

Investor Relations

Email: info@newfoundlanddiscovery.com

Website: www.newfoundlanddiscovery.ca

Neither the CSE nor its Regulation Services Provider (as that term is defined in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this release.