

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1: Name and Address of Reporting Issuer

Galloper Gold Corp. (the “Company”)
Suite 2700 – 1133 Melville Street
Vancouver, BC V6E 4E5

Item 2: Date of Material Change

December 19, 2024.

Item 3: News Release

A news release was issued and disseminated on December 19, 2024 and filed on SEDAR+ (www.sedarplus.ca).

Item 4: Summary of Material Changes

The Company announced that it has appointed Mr. Nader Elm to the Company’s Board of Directors. See Item 5 for full details.

Item 5.1: Full Description of Material Change

The Company announced that it has appointed Mr. Nader Elm to the Company’s Board of Directors.

Mr. Elm is a seasoned senior business executive currently residing in Philadelphia, Pennsylvania, who excels at strategic planning, operations and execution, with a focus on technology, media and telecommunications, aerospace and mining. He has brought entrepreneurial and transformational elements from start-ups to multi-billion dollar enterprises.

- Mr. Elm is Founder of Exyn Technologies Inc., a successful spin-out from the University of Pennsylvania’s GRASP Labs leveraging ground-breaking AI robotics research in autonomous navigation for vehicles to execute complex missions in commercial operations;
- Prior to Exyn, Mr. Elm was Senior VP of Strategy & Corp. Development at IMAX Corporation where he was also General Manager of IMAX Private Theatre which grew rapidly from launch;
- Prior to IMAX, Mr. Elm was a member of the senior leadership team for Rogers Digital Media, a division of Rogers Communications, where he successfully led the acquisitions and integration of two digital properties;
- Mr. Elm’s earlier experiences also include Director of Corporate Strategy at Bell Canada, Vice-President of Business Development at Blue Spark Media, and Senior Consultant at Boston-based Adventis Consulting.

Mr. Elm holds a B.Eng (Hons) from University College London, London University, and an MBA from London Business School.

To make room for Mr. Elm on the Company Board, Mr. Bryan Loree has resigned as a Director but remains the Company’s Chief Financial Officer. The Company thanks Mr. Loree for his contributions as a Director.

Item 5.2: Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7: Omitted Information

None.

Item 8: Executive Officer

Mr. Hratch Jabrayan, CEO and Director

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Investor Relations:

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Item 9: Date of Report

December 19, 2024.