

**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**

January 27, 2025.

**Item 3: News Release**

A news release was issued and disseminated on January 28, 2025 and filed on SEDAR+ ([www.sedarplus.ca](http://www.sedarplus.ca)).

**Item 4: Summary of Material Changes**

The Company announced that it has closed the first tranche of its non-brokered private placement issuing 4,000,000 units of the Company (“Units”) at a price of \$0.05 per Unit raising gross proceeds of \$200,000 (the “Private Placement”). See Item 5 for full details.

**Item 5.1: Full Description of Material Change**

The Company announced that, further to its news release of January 14, 2025, it has closed the first tranche of its Private Placement issuing 4,000,000 Units of the Company at a price of \$0.05 per Unit raising gross proceeds of \$200,000. Each Unit consists of one common share (a “Common Share”) and one-half of a Common Share purchase warrant (a “Warrant”), with each full Warrant exercisable to purchase one Common Share at a price of \$0.075 for 12 months from the date of issuance.

No finder’s fees were paid in connection with the Private Placement. All securities issued under the Private Placement are subject to statutory hold periods expiring four months from the date of closing of the Private Placement.

The Company intends to use the net proceeds of this financing to advance its Glover Island asset, for general and administrative expenses which will include funds for marketing and investor relations, and cash for working capital.

**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

[info@gallergold.com](mailto:info@gallergold.com)

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**Item 9: Date of Report**

February 6, 2025.