

**FORM 51-102F3**

**MATERIAL CHANGE REPORT**

**Item 1: Name and Address of Reporting Issuer**

Golden Cariboo Resources Ltd. (the “Company”)  
Suite 804 – 750 West Pender Street  
Vancouver, BC V6C 2T7

**Item 2: Date of Material Change**

October 31, 2022

**Item 3: News Release**

A news release was issued and disseminated on October 31, 2022 and filed on SEDAR at ([www.sedar.com](http://www.sedar.com)).

**Item 4: Summary of Material Changes**

Glen D. Harder was appointed to act as Director of the Company.

**Item 5: Full Description of Material Change**

Golden Cariboo Resources Ltd. (the “Company”) (TSX.V: GCC) is pleased to announce that Mr. Glen D. Harder has been appointed Director of the Company.

Glen Harder is a capital markets and corporate lawyer and practices in association with Caravel Law, a Canada-wide business law firm. He is active in corporate governance and is or has been an independent director, committee member and special committee member of numerous publicly traded and private companies.

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

Not applicable.

**Item 7: Omitted Information**

None.

**Item 8: Executive Officer**

For further information, please contact:

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Email: [tomkennedy@shaw.ca](mailto:tomkennedy@shaw.ca)

**Item 9: Date of Report**

November 2, 2022.