

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

February 16, 2023

Item 3: News Release

A news release was issued and disseminated on February 23, 2023 through The Newswire and filed on SEDAR (www.sedar.com).

Item 4: Summary of Material Changes

Golden Cariboo Resources Ltd. has on February 16, 2023 filed a National Instrument 43-101 Technical Report dated April 29, 2022.

Item 5: Full Description of Material Change

Golden Cariboo Resources Ltd. (TSX.V: GCC) – Golden Cariboo Resources Ltd. has on February 16, 2023 filed a National Instrument 43-101 Technical Report dated April 29, 2022. The report is available on SEDAR. The report was on the Quesnelle Gold Quartz Mine Property, Hixon, British Columbia and was prepared by Jean Pautler, P.GEO (APEGBC Reg. No 19804) (EGBC Permit to Practice No. 1001108).

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

For further information, please contact:

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Item 9: Date of Report

February 23, 2023