

FORM 51-102F3 - MATERIAL CHANGE REPORT

1. **NAME AND ADDRESS OF COMPANY**

C2C Gold Corp.
Suite 250 – 200 Burrard Street
Vancouver, BC V6C 3L6

2. **DATE OF MATERIAL CHANGE**

March 18, 2021

3. **NEWS RELEASE**

News release dated March 22, 2021 was disseminated through the facilities of Intrade.

4. **SUMMARY OF MATERIAL CHANGE**

C2C Gold Corp. (the “Company”) announced the appointment of Richard Goldfarb, PhD, to its Board of Directors effective immediately.

The Company has granted 300,000 stock options to Richard Goldfarb. The stock options are exercisable for a term of three years at an exercise price of \$0.16 per common share with usual vesting terms

5. **FULL DESCRIPTION OF MATERIAL CHANGE**

C2C Gold Corp. announced the appointment of Richard Goldfarb, PhD, to its Board of Directors effective immediately.

Richard J. Goldfarb, PhD, is a globally recognized expert on orogenic gold deposits having served 36 years with the U.S. Geological Survey’s Mineral Resources Program. Dr. Goldfarb is a Research Professor at the Colorado School of Mines; Adjunct Professor, University of Western Australia; and a Distinguished Overseas Professor at China University of Geosciences, Beijing, China, as well as a private consultant.

Dr. Goldfarb obtained his PhD Geology from the University of Colorado and is the recipient of many awards from scientific organizations around the world. He is a Fellow and Ex-President of the Society of Economic Geologists and an Honorary Lifetime Member, Society for Geology Applied to Mineral Deposits. He has senior authored or co-authored more than 225 papers and delivered over 200 presentations in 31 countries.

Dr. Goldfarb’s expertise and research highlights include:

- Exploration targeting of orogenic gold deposits;
- Global metallogeny, with emphasis on temporal/spatial distribution of gold deposits;

- Geology of ore deposits in the North American Cordillera, with emphasis on orogenic gold and accretionary tectonics;
- Distribution and geology of lode gold deposits in China and central Asia; and,
- Geochemical applications to the understanding of ore genesis.

The Company has granted 300,000 stock options to Richard Goldfarb. The stock options are exercisable for a term of three years at an exercise price of \$0.16 per common share with usual vesting terms.

6. RELIANCE ON SUBSECTION 7.1(2) OF NATIONAL INSTRUMENT 51-102

Not applicable.

7. OMITTED INFORMATION

Not applicable.

8. EXECUTIVE OFFICER

Janet Lee-Sheriff, Chair
(604) 260-0289

9. DATE OF REPORT

March 23, 2021