

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

**ITEM 1. NAME AND ADDRESS OF COMPANY**

EnviroGold Global Limited (the “Issuer”)  
810 – 789 West Pender Street  
Vancouver, BC V6C 1H2

**ITEM 2. DATE OF MATERIAL CHANGE**

June 5, 2023

**ITEM 3. NEWS RELEASE**

The news release was disseminated through the facilities of Globenewswire on June 5, 2023 and subsequently filed on SEDAR.

**ITEM 4. SUMMARY OF MATERIAL CHANGE**

On June 5, 2023, the Issuer closed a non-brokered private placement of unsecured convertible notes (the “Notes”) for gross proceeds of \$2,150,000 (the “Financing”)

**ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE**

The Notes mature twenty-four months from the date of issuance (the “Maturity Date”) and bear interest at the rate of 8.0% per annum, calculated as simple interest accrued monthly in arrears. Pursuant to the terms of the Notes, the subscribers may at any time prior to the Maturity Date convert the principal amounts of the Notes into common shares of the Issuer (“Common Shares”), at a price of \$0.25 per Common share. The accrued and unpaid interest is convertible into common shares at the average closing price on the CSE for the 20 trading days immediately prior to the date of conversion.

Proceeds from the Financing will be used to provide additional working capital and fund additional expenses of the Issuer.

All securities issued in connection with the Financing will be subject to a statutory hold period which will expire on October 5, 2023. Finder’s fees of \$145,770 cash and 516,000 warrants (“Finders Warrants”) have been issued to qualified parties in connection with the Financing. The Finder’s Warrants are non-transferrable and will allow the holder to acquire one Common Share of the Issuer at an exercise price of \$0.25 per Finder’s Warrant for a period of 24 months following the closing date.

None of the securities issued in connection with the Financing will be registered under the United States Securities Act of 1933, as amended (the “1933 Act”), and none of them have been offered or sold in the United States absent registration or an applicable exemption from the registration requirements of the 1933 Act.

**ITEM 6. RELIANCE ON SUBSECTION 7.1(2) OR (3) OF NATIONAL INSTRUMENT 51-102**

Not Applicable.

**ITEM 7. OMITTED INFORMATION**

There are no significant facts required to be disclosed herein which have been omitted.

**ITEM 8. EXECUTIVE OFFICER**

Contact: Dr. Mark B. Thorpe, Director & CEO  
Telephone: (416) 777-6720

**ITEM 9. DATE OF REPORT**

June 5, 2023