

**Form 51-102F3  
Material Change Report**

**Item 1 Name and Address of Company**

Le Mare Gold Corp. (the "Company")  
Suite 310 - 221 West Esplanade  
North Vancouver, B.C. V7M 3J3

**Item 2 Date of Material Change**

January 4, 2019 and December 31, 2018

**Item 3 Date of News Release**

The Company disseminated the news release on December 31, 2018, via Stockwatch and filed it via SEDAR with the British Columbia and Alberta Securities Commissions and TSX Venture Exchange.

**Item 4 Summary of Material Change**

The Company announced the closing to acquire the Le Mare property by the issuance of 5,000,000 common shares pursuant to an option agreement. The Company also announced the completion of its non-brokered private placement of 6,380,216 units and 1,333,334 flow-through units, each at a price of \$0.15 per unit to raise aggregate proceeds of \$957,032.35.

**Item 5 Full Description of Material Change**

**5.1 Full Description of Material Change**

Please see the Company's news release dated December 31, 2018, which is available at [www.sedar.com](http://www.sedar.com)

**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**

Not applicable

**Item 8 Executive Officer**

David Alexander, Chief Financial Officer, (778) 772-8184  
Email: [dmalexander2@gmail.com](mailto:dmalexander2@gmail.com)

**Item 9 Date of Report**

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia, this 8th day of January, 2019.

**LE MARE GOLD CORP.**

*"David Alexander"*

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Per: David Alexander