

Form 51-102F3
Material Change Report

1. Name and Address of Company

LE MARE GOLD CORP.
301-221 Esplanade
North Vancouver, BC, V7M 3J3

(the "Company")

2. Dates of Material Change(s)

November 5, 2019

3. News Release(s)

News release were issued on November 5, 2019 and disseminated by Stockwatch News and Bay Street News pursuant to section 7.1 of National Instrument 51-102.

4. Summaries of Material Changes

The Company announces that it has closed a non-brokered private placement offering, as previously announced on October 21, 2019, for total gross proceeds of \$600,000

5. Full Description of Material Changes

News Release dated November 5, 2019– See Schedule "A".

6. Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

7. Omitted Information

No information has been omitted.

8. Executive Officer

Mr. Bryson Goodwin, President and CEO of the Company, is knowledgeable about the material change contained herein and may be reached at 604-341-1531.

9. Date of Report

This report is dated November 5, 2019.

SCHEDULE "A"
to the Material Change Report dated November 5, 2019

LE MARE GOLD CORP. CLOSSES \$600,000 PRIVATE PLACEMENT

Vancouver, BC – November 5, 2019 – Le Mare Gold Corp. (TSX-V: LMGC / OTC: SLLTF / FSE: SL5) ("Le Mare" or the "Company") is pleased to announce that it has closed a non-brokered private placement offering, as previously announced on October 21, 2019, for total gross proceeds of \$600,000 (the "**Private Placement**").

The Company has allotted and issued 12,000,000 units (the "**Units**") at a price of \$0.05 per Unit. Each Unit is comprised of one common share and one-half of one transferable share purchase warrant, with each whole warrant entitling the holder to purchase one additional common share of the Company for a period of up to 18 months at a price of \$0.40, subject to accelerated expiry.

If at any time after four (4) months and one (1) day following the closing, the closing price of the Company's common shares is at or above \$1.25 per share for ten consecutive trading days, the Company may provide notice to the warrant holders that the expiry date of the warrants has been accelerated and that warrants not exercised within 30 days will expire.

The Company will use the proceeds from the Private Placement towards general working capital. All securities issued pursuant to the Private Placement will be subject to a hold period expiring March 6, 2020. The Private Placement is subject to the final approval of the TSX Venture Exchange.

For further information, please contact: Le Mare Gold Corp.

Bryson Goodwin
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