# FORM 51-102F3 MATERIAL CHANGE REPORT

### Item 1. Name and Address of Company

Asante Gold Corporation (the "Company")
Suite 206, 595 Howe Street, Vancouver, BC V6C 2T5

# Item 2. Date of Material Change

July 21, 2016

#### Item 3. News Release

The news release was disseminated by Marketwired, Stockwatch and filed on SEDAR.

# **Item 4. Summary of Material Change**

The Company announced that it has received approval and has reduced the exercise price of 2,000,000 IPO share purchase warrants (the "Warrants").

## **Item 5. Full Description of Material Change**

# 5.1 Full Description of Material Change

The price of the Warrants, originally exercisable at a price of \$0.70 per share, have been reduced to an exercise price of \$0.15 per share until February 20, 2017, subject to an accelerated exercise provision that if the Company's shares close on a daily basis at \$0.20 or above for 10 consecutive trading days then the warrant holder will have 30 days to exercise the Warrants or the Warrants will expire.

# 5.2 Disclosure for Restructuring Transactions

Not applicable.

# Item 6. Reliance on Subsection 7.1(2) of National Instrument 51-102

If this Report is being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102 state the reasons for such reliance.

Not Applicable

#### Item 7. Omitted Information

Not Applicable

# **Item 8. Executive Officer**

The following executive officer of the Company is knowledgeable about the material change disclosed in this report and can be contacted as follows:

Douglas MacQuarrie, President and CEO

Tel: 604-558-1134

Email: douglas@asantegold.com

# Item 9. Date of Report

Dated at the City of Vancouver, in the Province of British Columbia this  $26^{th}$  day of October, 2016.