

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

Canadian GoldCamps Corp. (the “Company”)
810 – 789 West Pender Street
Vancouver, BC V6C 1H2

Item 2 Date of Material Change

December 17, 2021

Item 3 News Release

The news release was disseminated on December 17, 2021 through Stockwatch, filed on SEDAR and posted to the Company’s disclosure hall with the CSE.

Item 4 Summary of Material Change

The Company closed the second tranche (“Second Tranche”) of a non-brokered private placement (“Private Placement”) involving the issuance of an aggregate of 4,795,284 units, each unit consisted of one common share and one share purchase warrant (“Units”) for aggregate proceeds of \$1,678,349.40.

Item 5 Full Description of Material Change

Item 5.1 Full Description of Material Change

On December 17, 2021, the Company announced the closing of an over subscribed Second Tranche (of the previously announced non brokered Private Placement. Pursuant to the Second Tranche, the Company has issued an aggregate of 4,795,284 Units for gross aggregate proceeds of \$1,678,349.40. Each Unit was issued at a price of CAD\$0.35 and comprised of one common share of the Company (each a “Common Share”) and one common share purchase warrant (each a “Warrant”). Each Warrant is exercisable to acquire one additional Common Share for a period of 24 months following the closing date at an exercise price of CAD\$0.70 per Common Share. Proceeds from the both tranches of the Private Placement totalled \$3,124,280.25.

The Company intends to use the net proceeds from the Private Placement to advance its exploration projects. The Units have been issued on a private placement basis pursuant to applicable exemptions from prospectus requirements under applicable securities laws. All securities issued or issuable pursuant to the Private Placement are subject to a hold period of four months and one day.

Item 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

Brendan Purdy, Interim CEO

Business Telephone: (416) 276-4581

Facsimile: (604) 687-3141

Item 9 Date of Report

December 21, 2021