

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

Item 1 Name and Address of Company

Avanti Gold Corp. (the “Company”)
Suite 2380 – 1055 West Hastings Street
Vancouver, B.C. V6E 2E9

Item 2 - Date of Material Change

August 20, 2024

Item 3 News Release

A news release was issued and disseminated on August 20, 2024 and filed on SED AR+ (www.sedarplus.ca) and with the CSE.

Item 4 Summary of Material Change

The Company closed a first tranche of its non-brokered private placement, and issued 4,099,000 Units at a price of \$0.125 per Unit for aggregate gross proceeds of C\$512,375. Each Unit consisted of One Common share of the corporation and one share purchase warrant exercisable at \$0.20 for 2 years.

An insider of the corporation purchased 800,000 units of the placement.

Item 5

Full Description of Material Change

Item 6 See the News Release attached as Schedule A.

Reliance on subsection 7.1(2) of National Instrument 51-102

Item 7 Not applicable.

Omitted Information

Not applicable.

Item 8 Executive Officer

The following senior officer of the Company is knowledgeable about the material change and this report: Ian

Ian Maclean CEO
Phone: 604-808-6300

Item 9 Date of Report

August 20, 2024

SCHEDULE "A"

News Release

Avanti Gold Corporation Announces Closing of First Tranche of Non Brokered Private Placement

August 20, 2024 - AVANTI GOLD CORP. (CSE: AGC) (the "Company") is pleased to announce the closing of the first tranche (the "First Tranche") of its previously announced non brokered private placement (the "Offering"). Under the First Tranche of the Offering, Avanti will issue an aggregate of 4,099,000 units of the Corporation (the "Units") at a price of C\$0.125 per Unit for aggregate gross proceeds of C\$512,375. Closing of the second tranche of the Offering is expected to be on or before August 30th, 2024, or such other date or dates that the Corporation may determine.

Each Unit is comprised of one common share (each a "Common Share") in the share capital of the Company and one common share purchase warrant (each a "Warrant"). Each Warrant entitles its holder to purchase one additional common share at a price of \$0.20 for a period of 24 months until August 20, 2026. All Common Shares and Warrants issued pursuant to the Offering are subject to a hold period of four months plus one day from the date of issuance of the Offered Securities being December 21, 2024.

In connection with the closing of the First Tranche of the Offering, the Corporation will pay finders fees of C\$8,706.25 in cash. No finders securities were issued

The proceeds of the Private Placement will be used for exploration on the Misisi Project and general working capital purposes. The securities issued pursuant to the Private Placement will be subject to a four-month-and-one day statutory hold period in accordance with applicable securities law.

Avanti Gold Corp. is a Canadian-based gold exploration company with a robust portfolio of projects in Africa. The Company's flagship asset, the Misisi Project in the Democratic Republic of Congo (DRC), is home to the Akyanga gold deposit. Akyanga is a 43-101 compliant, Inferred Mineral Resource of 44.3 million tonnes at an average gold grade of 2.37 grams per tonne, containing 3.1 million ounces of gold. The Misisi Project spans three contiguous 30-year mining leases covering 133 square kilometers along the 55-kilometer-long Kibara Gold Belt

To date, over \$30 million has been invested in exploration at the Misisi Project, including 20,000 meters of diamond drilling and 500 kilometers of trenching. Extensive geochemical and geophysical work has been conducted over the entire 55 km belt, generating several drill-ready exploration targets. The initial drill program will focus on the southern extension of the main Akyanga Inferred Resource, a parallel structure (Akyanga East) 500 meters east of Akyanga, and three well-defined targets ranging from 5 km to 20 km south of the main ore body. The priority will be to process 2,100 metres of diamond drilling (completed by the previous owner) from Akyanga that has not been assayed and is not included in the existing Inferred Mineral Resource calculation.

Avanti Gold CEO, Ian MacLean, an insider of the Company, participated in the placements first tranche of the financing in the amount of \$100,000. Insiders are considered "related parties" of the Company for the purposes of applicable securities laws and stock exchange rules. The subscription and issuance of Units by the Insiders constitute related party transactions but are exempt from the formal valuation and minority approval requirements of Regulation 61-101 - Protection of Minority Security Holders in Special Transactions as neither the fair market value of the common shares and common share purchase warrants issued to each of the Insiders, nor the consideration paid by such Insiders, exceeds 25% of the Company's market capitalization.

This press release shall not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of the securities in the United States or in any other jurisdiction in which such offer, solicitation or sale would be unlawful. The securities have not been registered under the U.S. Securities Act of 1933, as amended, and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements thereunder.

On behalf of the Board of Directors

AVANTI GOLD CORP.

Ian MacLean, CEO

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Office: +1 (604) 808-6300

Neither the Canadian Securities Exchange (CSE) nor its Regulation Services Provider (as that term is defined in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this release.

This news release may contain certain "Forward-Looking Statements" within the meaning of the United States Private Securities Litigation Reform Act of 1995 and applicable Canadian securities laws. When or if used in this news release, the words "anticipate", "believe", "estimate", "expect", "target", "plan", "forecast", "may", "schedule" and similar words or expressions identify forward-looking statements or information. Such statements represent the Company's current views with respect to future events and are necessarily based upon a number of assumptions and estimates that, while considered reasonable by the Company, are inherently subject to significant business, economic, competitive, political and social risks, contingencies and uncertainties. These risk and uncertainties include, but are not limited to, the risk factors set out in Avanti's annual and/or quarterly management discussion and analysis and in other of its public disclosure documents filed on SEDAR+ at www.sedarplus.ca, as well as all assumptions regarding the foregoing. Many factors, both known and unknown, could cause results, performance or achievements to be materially different from the results, performance or achievements that are or may be expressed or implied by such forward-looking statements. The Company does not intend, and does not assume any obligation, to update these forward-looking statements or information to reflect changes in assumptions or changes in circumstances or any other events affecting such statements and information other than as required by applicable laws, rules and regulations.