

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

1. Name and Address of Company

Zanzibar Gold Inc. (the "Company")
5623 145A Street
Surrey, B.C. V3S 8E3

2. Date of Material Change

July 19, 2018

3. News Release

A news release was issued on July 19, 2018 and disseminated through Canada Stockwatch and Market News.

4. Summary of Material Change

Zanzibar Gold Inc. completes initial public offering

5. Full Description of Material Change

The Company is pleased to announce the closing of its initial public offering, consisting of a new issue of 4,000,000 units (the "Units") priced at \$0.10 per Unit, for gross proceeds of \$400,000. Each Unit consists of one common share in the capital stock of the Company and one transferable common share purchase warrant (a "Warrant") where each warrant entitles the holder thereof to purchase one common share of the Company for a period of two (2) years from the closing date at a price of \$0.15 per common share during the first year and \$0.20 per common share during the second year. The Company's common shares were listed on the CSE under the symbol "ZBR" at market open effective July 18, 2018 and are expected to commence trading on the CSE at market open on July 20, 2018.

PI Financial Corp. (the "Agent") acted as agent for the initial public offering. The Company has granted the Agent compensation options, exercisable for a period of three (3) years from the date of listing, to purchase up to 320,000 common shares at a price of \$0.15 per common share. In addition, the Agent received a commission of 8.0% on the gross proceeds from the Units sold and a corporate finance fee.

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

Not applicable

7. Omitted Information

Not applicable

8. Executive Officer

Souhail Abi-Farrage
Chief Executive Officer
Tel: (778) 370-1372

9. Date of Report

July 19, 2018