

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Winston Gold Corp. (the "Company")
320E - 309 McDermot Avenue
Winnipeg, Manitoba R3A 1T3

Item 2. Date of Material Change

News Release dated March 15, 2023.

Item 3. News Release

News Release dated March 15, 2023 was disseminated via Stockwatch and was SEDAR filed on March 15, 2023.

Item 4. Summary of Material Changes

The Company announced termination of Paradine Lease with Option for Toll Milling and resignation of director.

Item 5. Full Description of Material Change

5.1 Full Description of Material Changes

The Company announced as follows:

Winston Gold's 100% owned subsidiary Western States Gold Milling Co. and Paradine LLC, by way of mutual agreement, have terminated the lease agreement on the Paradine Mill. The termination agreement provides Winston Gold with the option to mill ore in the future under prevailing standard toll milling rates.

The Board of Directors also announced the resignation of Mr. Brent Omland as a Director effective March 15, 2023.

5.2 Disclosure for Restructuring Transactions

Not Applicable.

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

Not applicable.

Item 7. Omitted Information

None.

Item 8. Executive Officer

Joseph Carrabba, Interim Chief Executive Officer

Telephone: (204) 989-2434

Item 9. Date of Report

March 16, 2023.