

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1. Name and Address of Company

Four Nines Gold Inc. (“**FNAU**” or the “**Company**”)
Suite 1000, 409 Granville Street, Vancouver, BC, V6C 1T2

Item 2. Date of Material Change

April 14, 2023

Item 3. News Release

A news release was disseminated on April 14, 2023 and subsequently filed on SEDAR and the CSE.

Item 4. Summary of Material Change

The Company announced that it has amended the terms of certain outstanding common share purchase warrants.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

The Company amended the terms of an aggregate of 3,700,000 outstanding warrants issued pursuant to a private placement of units that closed on April 29, 2021.

The Warrants are currently exercisable into common shares of the Company at a price of \$0.70 until April 28, 2023. The term of the warrants will be extended by an additional twelve months (12) with an expiry date of April 28, 2024.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7. Omitted Information

There is no information of a material nature that has been omitted.

Item 8. Executive Officer

For further information, please contact Charles Ross, Chief Executive Officer, at (604) 602-0001.

Item 9. Date of Report

April 14, 2023