

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

Item 1 Name and Address of Company

Golden Independence Mining Corp.
Suite 503 - 905 West Pender Street
Vancouver, British Columbia V6C1L6
(the "Company")

Item 2 Date of Material Change

March 31, 2023

Item 3 News Release

A press release with respect to the material change was disseminated via Newswire on March 31, 2023 and was subsequently filed on SEDAR.

Item 4 Summary of Material Change

The Company announced that it had completed its acquisition of the Napoleon Gold Project.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Company announced that it had completed its acquisition of the Napoleon Gold Project. The acquisition was completed pursuant to an amalgamation agreement entered into among the Company, a wholly owned subsidiary of the company ("SubCo") and 1396791 BC Ltd. (the "Vendor Company"). Under the terms of the amalgamation agreement, SubCo and the Vendor Company have amalgamated to form a wholly owned subsidiary of the company and all of the outstanding common shares of the Vendor Company have been exchanged for 7,000,000 common shares of the Company.

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

No information has been omitted from this report on the basis that it is confidential information.

Item 8 **Executive Officer**

For more information, please contact Jeremy Poirier, Chief Executive Officer Telephone:
(604) 722-9842

Item 9 **Date of Report**

April 4, 2023.