

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

**Item 1. Name and Address of Company**

Alerio Gold Corp. (“**ALE**” or the “**Company**”)  
409 Granville Street, Suite 1000, Vancouver, BC, V6C 1T2

**Item 2. Date of Material Change**

July 6, 2022

**Item 3. News Release**

A news release was disseminated on July 6, 2022 and subsequently filed under the Company’s profile on SEDAR.

**Item 4. Summary of Material Change**

On July 6, 2022, the Company announced that it has closed on the Purchase Agreement to acquire a 100% interest in five gold prospecting licences in Guyana known as the Puruni Gold Property (the “Property”). In consideration for the acquisition of the Property, the Company paid to the Property vendors an aggregate of \$300,000 and is issuing 27,000,000 common shares in the capital of the Company (the “Payment Shares”) at a deemed price of \$0.10 per Payment Share.

**Item 5. Full Description of Material Change**

**5.1 Full Description of Material Change**

Please refer to the Company’s News Release filed July 6, 2022

**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, contact Geoff Balderson, Chief Financial Officer of the Company, at 604-602-0001.

**Item 9. Date of Report**

July 12, 2022.