

FORM 51-102F3 - MATERIAL CHANGE REPORT

1. **NAME AND ADDRESS OF COMPANY**

Blue Lagoon Resources Inc., #610 – 700 Pender Street, Vancouver, BC V6C 1G8

2. **DATE OF MATERIAL CHANGE**

September 18, 2019

3. **NEWS RELEASE**

News release dated September 18, 2019 was disseminated via the facilities of Accesswire on September 18, 2019 and filed on Sedar on September 19, 2019.

4. **SUMMARY OF MATERIAL CHANGE**

Blue Lagoon completes first tranche of private placement.

5. **FULL DESCRIPTION OF MATERIAL CHANGE**

Blue Lagoon Resources Inc. (the “**Company**”) (CSE: BLLG; FSE:7BL; OTC: BLAGF) is pleased to announce that it has completed the first tranche of its non-brokered private placement (the “**Offering**”) described in its news release dated September 16, 2019. In connection with the first tranche closing, the Company issued 300,000 common shares at a price of \$1.00 per share for gross proceeds of \$300,000.

Rana Vig, President and CEO of the Company, subscribed for \$300,000 of the Offering. As insiders of the Company participated in the Offering, it is deemed to be a “related party transaction” within the meaning of Multilateral Instrument 61-101 *Protection of Minority Security Holders in Special Transactions* (“**MI 61- 101**”). The Company is relying on the exemptions from the formal valuation and minority approval requirements contained in Sections 5.5(a) and 5.7(1)(a) of MI 61-101, on the basis that the fair market value of the transaction does not exceed 25% of the Company’s market capitalization. The Company will be filing a material change report in respect of the related party transaction on SEDAR less than 21 days prior to the closing of the transaction due to the fact that the Company wished to close the transaction as soon as practicable.

The Company intends to use the funds to conduct mineral exploration work to advance its properties as well as for general working capital. The securities issued to Mr. Vig will be subject to a hold period expiring six months and one day from the date of issuance.

6. **RELIANCE ON SUBSECTION 7.1(2) OF NATIONAL INSTRUMENT 51-102**

Not applicable.

7. **OMITTED INFORMATION**

Not applicable.

8. **EXECUTIVE OFFICER**

Rana Vig, CEO
Telephone: 604-218-4766

9. **DATE OF REPORT**

September 19, 2019