

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

1. NAME AND ADDRESS OF COMPANY

Blue Lagoon Resources Inc.
c/o #1200 – 750 West Pender Street
Vancouver, BC V6C 2T8

2. DATE OF MATERIAL CHANGE

August 28, 2023

3. NEWS RELEASE

News release dated August 28, 2023 was disseminated via Accesswire.

4. SUMMARY OF MATERIAL CHANGE

Blue Lagoon completes private placement.

5. FULL DESCRIPTION OF MATERIAL CHANGE

Blue Lagoon Resources Inc. (the “**Company**”) (CSE: BLLG; FSE: 7BL; OTCQB: BLAGF) is pleased to announce that the Company has closed a non-brokered private placement offering of 3,571,429 common shares of the Company at a price of \$0.14 per share for gross proceeds of \$500,000 (the “**Private Placement**”).

Proceeds of the Private Placement are expected to be used on the Company’s Dome Mountain gold project, as well as general working capital purposes.

The securities issued in connection with the Private Placement will be subject to a four-month hold period ending on December 29, 2023, in accordance with securities laws and the policies of the Canadian Securities Exchange, as applicable.

One director of the Company participated in the Private Placement in the amount of \$13,242. The transaction with the director, who is an insider of the Company, constitutes a “related party transaction” as defined under Multilateral Instrument 61-101 *Protection of Minority Security Holders in Special Transactions* (“**MI 61-101**”). The Company is relying on the exemptions under section 5.5(a) and section 5.7(1)(a) from the formal valuation and minority shareholder approval requirements of MI 61-101, as the fair market value of the common shares issued to the related party and the consideration paid by the related party under the Private Placement does not exceed 25% of Company’s market capitalization, as determined in accordance with MI 61-101. The Company did not file a material change report in respect of the related party transaction at least 21 days before the closing of the Private Placement, as the details of the participation by related party of the Company were not settled until shortly prior to closing of the Private Placement.

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

Not applicable.

7. OMITTED INFORMATION

Not applicable.

8. **EXECUTIVE OFFICER**

Rana Vig, President and CEO
Telephone: (604) 218-4766

9. **DATE OF REPORT**

August 31, 2023