

Form 51-102F3

MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Exploits Discovery Corp.
#3043, 595 Burrard Street
Vancouver, BC V7X 1J1

Item 2 Dates of Material Change

June 7, 2021

Item 3 News Release

The press release was disseminated on June 8, 2021 through TheNewswire.

Item 4 Summary of Material Change

Vancouver, British Columbia - June 8th, 2021 - Exploits Discovery Corp. ("Exploits" or the "Company") (CSE: NFLD) (OTCQB: NFLDF) (FSE: 634-FF) announces, effective June 7th, 2021, the appointment of Ms. Siri C. Genik as a Director of the Company and announces the implementation of corporate governance policies to guide Exploits in its pursuit to acquire and develop gold projects in Canada's Newfoundland.

Significant unanimous decisions of the Exploits Board of Directors include:

- The formation of an Executive Search Committee to actively and aggressively seek a permanent Chief Executive Officer for the Company;
- The formal approval of a Code of Conduct; a Corporate Disclosure & Insider Trading Policy; ESG Principles; and Environment, Health & Safety Principles all of which will be posted on the corporate website;
- The formation of a Governance & Nominations Committee; a Compensation Committee, and an Investment Committee all of which include Board-approved Charters and are filled by a majority of independent Directors;
- The addition of one new Board seat which will be filled by Ms. Siri C. Genik.

Item 5 Full Description of Material Change

See attached press releases for details.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8

Executive Officer

William M. Sheriff
President and CEO
Tel: 972 333 2214

Item 9

Date of Report

June 8, 2021

EXPLOITS BOARD OF DIRECTORS ANNOUNCES MS. SIRI C. GENIK, DIRECTOR; IMPLEMENTS NEW CORPORATE GOVERNANCE STRUCTURE

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- The formation of a Governance & Nominations Committee; a Compensation Committee, and an Investment Committee all of which include Board-approved Charters and are filled by a majority of independent Directors;
- The addition of one new Board seat which will be filled by Ms. Siri C. Genik.

William M. Sheriff, Interim Chief Executive Officer said “On behalf of the Board of Directors I wish to welcome Ms. Genik to the Exploits Board of Directors. Her global expertise in governance and sustainability will serve the Company immensely. I also want to thank the collective shareholders, specifically New Found Gold and Mr. Eric Sprott, for their complete support and endorsement of the Company going forward as we implement new corporate governance and swift actions to uphold and respect the rights of all shareholders. Exploits Discovery has an incredible land position, a great team and with drilling presently underway, we all look forward to an exciting 2021 exploration season.”

Siri C. Genik, Director

Ms. Genik is the principal of BRIDGE© and during the course of her career has spent over 25 years working on major capital projects, from the Americas to the Middle East, Africa, Europe and Eurasia. Her experience lies primarily in Non-technical Risk Assessments and Strategic Planning, ESG and Sustainability, Stakeholder Relations and External Affairs. Siri also has extensive experience in negotiating agreements and mediation. Her focus has been developing strategies that bring together the business solution with the governmental policies, socioeconomic concerns and community priorities. Siri builds bridges between the boardroom, the project world and the teams on the ground, focusing on providing long-term value and achieving cost-driven results.

Ms. Genik presently serves as a Director of the Board for the Prospectors & Developers Association of Canada (PDAC); Co-Chair of the Sustainability and Lands & Regulations Committees (PDAC); Director, Imperial Mining Group & Chair of the Audit Committee and Governance Committee. She is a CIM Distinguished Lecturer - CSR (2018-2019); Director of the Canada-Mongolia Chamber of Commerce and previously served as Vice President, Women-in-Mining-Canada (2015- 2021).

Ms. Genik holds a Mediation certification (Canada), is a member of the Bar of the Province of Québec; holds her LL.L from the Université de Montréal plus holds both a Business Administration

Certificate and B.A., Political Science and Economics from McGill University. Siri perfectly tri-lingual (English, French and Spanish).

William M. Sheriff, Interim Chief Executive Officer: Declaration of Interests

William M. Sheriff, Interim Chief Executive Officer also wishes to formally advise of his Declaration of Interests in Newfoundland & Labrador. Mr. Sheriff, who also serves on several corporate boards as identified on the Exploits Discovery Board of Directors page, is also a well known prospector. Prior to assuming the Interim Chief Executive Officer position at Exploits he, through his private company, Platoro West Inc, staked significant land holdings in Newfoundland and also entered into formal agreements with several Newfoundland/Labrador-based prospectors. Mr. Sheriff also owns The Rock Gold Corp, a private Newfoundland/Labrador corporation. Mr. Sheriff has ceased all activities relating to these holdings while serving as Chief Executive Officer.

About Exploits Discovery Corp.

Exploits Discovery is a Canadian mineral exploration company focused on the acquisition and development of mineral projects in Newfoundland, Canada. The Company currently holds the Jonathan's Pond, Dog Bay, Mt. Peyton, Middle Ridge, True Grit, Great Bend, and Gazeebow projects covering approximately 2,000 square kilometres of mineral tenements. The PB Hill projects syndicate covers an additional area of almost 2,000 square kilometres.

With five permitted drill targets, ample cash reserves, and a drill working and committed through the summer 2021, Exploits is positioned for discovery.

Exploits believes that the Exploits Subzone Gold Belt, which runs 200 km from Dog Bay southwest to Bay d'Espoir, has been neglected since the last major exploration campaigns in the 1980s. The last 40 years have seen incremental advancements in the understanding of gold mineralization in the camp. The sum of this knowledge is now coming together in discrete and effective exploration models that have delivered results including New Found Gold's 2019 discovery hole. The Exploits Subzone and GRUB regions have been the focus of major staking and financing since late 2019.

The team at Exploits, with significant local experience and knowledge, have studied the entirety of the Exploits Subzone and surrounding regions, and have picked individual land packages for staking or joint ventures, where there are opportunities for world class discoveries and mine development. Exploits intends to leverage its local team and the larger shift in geologic understanding and become one of the most extensive explorers in the Exploits Subzone.

ON BEHALF OF THE BOARD

/s/ "William M. Sheriff "

Interim President and CEO

For further information, please contact:

William M. Sheriff, Interim President and CEO

Tel: (972)333-2214

Neither the Canadian Securities Exchange nor its Regulation Service Provider (as the term is defined in the policies of the Canadian Securities Exchange) accepts responsibility for the adequacy of accuracy of this news release.

Forward-Looking Statements

This news release contains certain forward-looking statements, which relate to future events or future performance and reflect management's current expectations and assumptions. Such forward-looking statements reflect management's current beliefs and are based on assumptions made by and information currently available to the Company. Readers are cautioned that these forward-looking statements are neither promises nor guarantees, and are subject to risks and uncertainties that may cause future results to differ materially from those expected including, but not limited to, market conditions, availability of financing, actual results of the Company's exploration and other activities, environmental risks, future metal prices, operating risks, accidents, labor issues, delays in obtaining governmental approvals and permits, and other risks in the mining industry. All the forward-looking statements made in this news release are qualified by these cautionary statements and those in our continuous disclosure filings available on SEDAR at www.sedar.com. These forward-looking statements are made as of the date hereof and the Company does not assume any obligation to update or revise them to reflect new events or circumstances save as required by applicable law.

