

Form 51-102F3

**MATERIAL CHANGE REPORT**

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

Stevens Gold Nevada Inc.  
350 – 1650 West 2<sup>nd</sup> Avenue,  
Vancouver, BC V6J 1H4

**Item 2: Date of Material Change**

November 13, 2020

**Item 3: News Release**

A news release was issued and disseminated on November 13, 2020 and filed on SEDAR ([www.sedar.com](http://www.sedar.com)). A copy of the news release is attached as Schedule "A" hereto.

**Item 4: Summary of Material Change**

The Issuer has completed has completed a shares for debt private placement in which the Company issued 461,109 units ("Units") at a deemed price of \$0.18 per Unit, for total debt of \$83,000. Each Unit consists of one common share (a "Share") and one common share purchase warrant. Each Unit warrant entitles the holder to purchase one common share of the Company for a period of 24 months from closing at a price of \$0.235 per share (a "Warrant").

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

Please see the attached Schedule "A".

**Item 6: Reliance on subsection 7.1(2) of National Instrument 51-102**

Not applicable

**Item 7: Omitted Information**

None

**Item 8: Executive Officer**

Charles MaLette, President & CEO  
Telephone: 604-428-5171

**Item 9: Date of Report**

November 18, 2020

## Schedule A



### **Stevens Gold Completes Private Placement**

**Vancouver, B.C. November 13, 2020 - STEVENS GOLD NEVADA INC. (CSE: SG)** (the “Company” or “Stevens Gold”) announces that it has completed a shares for debt private placement in which the Company issued 461,109 units (“Units”) at a deemed price of \$0.18 per Unit, for total debt of \$83,000. Each Unit consists of one common share (a “Share”) and one common share purchase warrant. Each Unit warrant entitles the holder to purchase one common share of the Company for a period of 24 months from closing at a price of \$0.235 per share (a “Warrant”).

The Shares and common shares underlying the Warrants are subject to a four month and a day hold and lock-up agreements and will be released in accordance with the following schedule, where the term “Issuance Date” shall mean the date of issuance of the Lock-Up Securities by the Company:

<b>Date of Automatic Timed Release (Release Dates)</b>	<b>Amount of Lock-Up Securities Released</b>
Issuance Date	None
4 months after the Issuance Date	10% of the Lock-Up Securities
6 months after the Issuance Date	30% of the Lock-Up Securities
8 months after the Issuance Date	30% of the Lock-Up Securities
10 months after the Issuance Date	30% of the Lock-Up Securities

In the event that the closing price of the common shares of the Company on the CSE is greater than \$0.30 for a period of 5 consecutive days at any time after the date that is 6 months from the Issuance Date, then all of the Shares that are then subject to lock-up will be released as soon as reasonably possible thereafter.

One of the three creditors involved in the shares for debt exchange is William White, an officer of a wholly-owned subsidiary and insider of the Company. Mr. White converted 205,555 Units for \$37,000 in debt from a cash loan previously made to the subsidiary.

## **About Stevens Gold**

Stevens Gold (CSE:SG) (OTCQB:STVGF) is engaged in the business of mineral exploration and the acquisition of mineral property assets in North America. Stevens Gold recently acquired 100% of Lynx Gold Mining Corp. which is exploring the recently optioned Millennium Gold project in Arizona. The Millennium Gold property consists of three State mineral leases totaling 1,920 acres and is in the general vicinity of the Oatman mining district where over 2 million ounces of bonanza-grade gold has been discovered and where Equinox's Castle Mountain open pit gold mine is located. Stevens Gold also has optioned claims in the Black Point property in Nevada.

### **ON BEHALF OF STEVENS GOLD NEVADA INC.**

*"Charles MaLette"*

CEO, President, Director & Secretary

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### **For Further Information:**

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### **Forward-Looking Information:**

This press release may include forward-looking information within the meaning of Canadian securities legislation, concerning the business of Stevens Gold. Forward-looking information is based on certain key expectations and assumptions made by the management of Stevens Gold. In some cases, you can identify forward-looking statements by the use of words such as "will," "may," "would," "expect," "intend," "plan," "seek," "anticipate," "believe," "estimate," "predict," "potential," "continue," "likely," "could" and variations of these terms and similar expressions, or the negative of these terms or similar expressions. Although Stevens Gold believes that the expectations and assumptions on which such forward-looking information is based are reasonable, undue reliance should not be placed on the forward-looking information because Stevens Gold can give no assurance that they will prove to be correct.

*The Canadian Securities Exchange (CSE) has not reviewed and does not accept responsibility for the adequacy or the accuracy of the contents of this release.*