

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**

February 16, 2021

**Item 3: News Release**

A news release was issued and disseminated on February 16, 2021 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 313,199 common shares ("**Shares**") at a deemed price of \$0.3192857 per Share, for total debt of \$100,000.

**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 & Corporate Secretary  
Telephone: 604-428-5171

**Item 9: Date of Report**

February 18, 2021

## Schedule A

# STEVENS GOLD

### Stevens Gold Engages North Equities Corp. Digital Media Marketing Firm

VANCOUVER, B.C. February 16, 2021 - STEVENS GOLD NEVADA INC. (CSE:SG, OTCQB:STVGF, FSE:311) (the “Company” or “Stevens Gold”) is pleased to announce that it has entered into a 6 month marketing and consulting contract with North Equities Corp., (“North Equities”) of Toronto (the “Agreement”). North Equities will facilitate greater investor engagement and widespread dissemination of the Company’s news as well as increase the Company’s current social media presence.

The Company has issued North Equities 313,199 common shares at a price of \$0.3192857 *per* share as payment for \$100,000 owed for work already completed under the Agreement. No further payments are due from the Company to North Equities for the duration of the Agreement’s 6 month term. The common shares issued to North Equities have been placed under a 4 month hold period.

Jason Coles, CEO at North Equities expressed his confidence in North Equities’ ability to create value for Stevens Gold stakeholders: “We are very excited to be able to enhance Stevens Gold’s exposure during this significant period in the Company’s life cycle. Through our marketing capabilities on social media platforms, we intend to widen the communication outreach while providing up to date information the Company to a bigger audience.”

### **About North Equities**

The North Equities team has more than 100 team-years of equity experience and has helped more than 200 companies acquire more than 120k+ investors combined. With the perfect combination of expertise, tactics, and a track record in fundraising and marketing, North Equities has created the next evolution of investor engagement and marketing.

### **About Stevens Gold**

Stevens Gold (CSE:SG, OTCQB:STVGF, FSE:311) is engaged in the business of mineral exploration and the acquisition of mineral property assets in North America. Stevens Gold is exploring the optioned Millennium Gold property 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, please see the Technical Report filed on SEDAR for more information.

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

*“Charles MaLette”*

CEO, President, Director & Secretary

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**This news release does not constitute an offer to sell or a solicitation of an offer to buy any of the securities. In addition, the securities described herein have not been and will not be registered under the United States Securities Act of 1933, as amended, or the securities laws of any state and may not be offered or sold within the United States or to or for the benefit or account of U.S. persons, absent such registration or an applicable exemption from such registration requirements.**

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# STEVENS GOLD

## **Forward-Looking Information:**

This press release includes 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. Forward-looking statements in this press release include that North Equities will carry out the work described, enhance Stevens Gold’s exposure or widen the communication outreach of the Company while providing up to date information about the Company to a bigger audience. 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. Accordingly, readers should not place undue reliance on forward-looking statements.

Actual results may vary from the forward-looking information in this news release due to certain material risk factors described in the Corporation’s Annual Information Form under the heading “Risk Factors” and the failure to complete the Offering on the terms set forth herein in a timely manner or at all, the risk that regulatory approvals will not be received and the risk that changing circumstances will result in the proceeds being used in a manner other than as set forth herein. The Company cautions that the foregoing list of material risk factors and assumptions is not exhaustive.

The Company assumes no obligation to update or revise the forward-looking information in this news release, unless it is required to do so under Canadian securities legislation.

***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.***