

FORM 51-102F3

MATERIAL CHANGE REPORT

1. Name and Address of Company

Gold Lion Resources Inc. (the “Issuer”)
600 – 1090 West Georgia Street
Vancouver, British Columbia V6E 3V7

2. Date of Material Change

May 13, 2022

3. News Release

The new releases were filed on SEDAR, disseminated through the facilities of The Newswire and posted to the Issuer’s disclosure hall with the CSE.

4. Summary of Material Change

The Issuer announced that it has appointed Mr. Guy Bourgeois as Chief Executive Officer, Interim Chief Financial Officer and Corporate Secretary. In connection with Mr. Bourgeois’ officer appointments, the Company has granted him 750,000 stock options with an exercise price of \$0.05 per share, expiring five years from issuance. The options vest quarterly over a period of one year.

The Issuer also announced that it has appointed Mr. David Beck to the board of directors, effective immediately.

The Issuer also advised that Mr. Borzooyeh Zare has resigned from the board of directors and Interim Chief Executive Officer, Chief Financial Officer and Corporate Secretary effective immediately.

5.1 Full Description of Material Change

See attached news release.

5.2 Disclosure for Restructuring Transactions

Not applicable

6. Reliance on subsection 7.1(2) of National Instrument 51-102

Not applicable.

7. Omitted Information

There are no significant facts required to be disclosed herein which have been omitted.

8. Executive Officer

Contact: Guy Bourgeois, Chief Executive Officer
Telephone: 604-899-6400

9. Date of Report

May 13, 2022



GOLD LION RESOURCES INC.

NEWS RELEASE

Gold Lion Announces Appointment of Guy Bourgeois as Chief Executive Officer, Interim Chief Financial Officer and Corporate Secretary

Vancouver, British Columbia / May 13, 2022 – Gold Lion Resources Inc. (“Gold Lion” or the “Company”) (CSE: GL) (OTC: GLIOF) (FWB: 2BC) is pleased to announce that it has appointed Mr. Guy Bourgeois as Chief Executive Officer, interim Chief Financial Officer and Corporate Secretary, effective immediately. In connection with Mr. Bourgeois’ officer appointments, the Company has granted him 750,000 stock options which will allow him to purchase up to 750,000 common shares of the Company with an exercise price of \$0.05 per share, expiring five years from issuance. The options vest quarterly over a period of one year.

Gold Lion is also pleased to announce that it has appointed Mr. David Beck to the board of directors, effective immediately.

Mr. Beck has over 30-years of financial, business operations, and capital markets experience, having worked in a C-level capacity with national financial institutions in various capacities as a financial analyst, institutional and proprietary trader, and in investment banking. Initially, Mr. Beck leveraged his background in engineering to focus on a career in management consulting. After several years, he moved to the capital markets industry as a technology research analyst. He subsequently complemented this experience through work as an investment banker and proprietary trader. During his career, he established himself as a domain expert in analytics largely through his work as a top ranked technology research analyst in both New York and Toronto. David's security expertise has been developed through work with, and investment in three security software start-up companies, which included Cloakware (acquired by Irdeto) and Assurent Secure Technologies (acquired by TELUS). Mr. Beck holds an MBA from the Ivey Business School, University of Western Ontario and a B.Sc. (Engineering Physics) from Queens University.

The director and officer appointments follow Mr. Borzooyeh Zare’s resignation from the board of directors, as well as interim Chief Executive Officer, Chief Financial Officer and Corporate Secretary of the Company. The Company wishes to thank Mr. Zare for his many contributions to the Company and wishes him well with his future endeavours.

About Gold Lion Resources Inc.

Gold Lion Resources Inc. is a mineral exploration company actively involved in the exploration of its precious metal focused portfolio including the Cuteye and Fairview Properties located in Idaho and British Columbia. For more information please visit: <https://goldlionresources.com/>.

ON BEHALF OF THE BOARD OF DIRECTORS

Guy Bourgeois, Chief Executive Officer
T: 604-687-2038

The CSE and Information Service Provider have not reviewed and does not accept responsibility for the accuracy or adequacy of this release.

Except for statements of historic fact, this news release contains certain "forward-looking information" within the meaning of applicable securities law. Forward-looking information is frequently characterized by words such as "plan", "expect", "project", "intend", "believe", "anticipate", "estimate" and other similar words, or statements that certain events or conditions "may" or "will" occur. Forward-looking statements are based on the opinions and estimates at the date the statements are made, and are subject to a variety of risks and uncertainties and other factors that could cause actual events or results to differ materially from those anticipated in the forward-looking statements including, but not limited to delays or uncertainties with regulatory approvals, including that of the CSE. There are uncertainties inherent in forward-looking information, including factors beyond the Company's control. There are no assurances that the business plans for Gold Lion Resources described in this news release will come into effect on the terms or time frame described herein. The Company undertakes no obligation to update forward-looking information if circumstances or management's estimates or opinions should change except as required by law. The reader is cautioned not to place undue reliance on forward-looking statements. Additional information identifying risks and uncertainties that could affect financial results is contained in the Company's filings with Canadian securities regulators, which are available at www.sedar.com.