

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

Item 1. Name and Address of Company

Gold Lion Resources Inc. (the "**Company**")
#600 – 1090 West Georgia Street
Vancouver, BC V6E 3V7

Item 2. Date of Material Change

January 27, 2023

Item 3. News Release

The Company disseminated a news release on January 27, 2023.

Item 4. Summary of Material Change

The Company appointed Steven Inglefield as the new Chief Financial Officer to replace Steven Hong who resigned as Chief Financial Officer and a director of the Company.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

On January 27, 2023, Steven Hong resigned as Chief Financial Officer and as a director of the Company. Steven Inglefield was appointed as the new Chief Financial Officer of the Company. Mr. Inglefield has over 16 years of experience in building and scaling companies in both the private and public sectors. As a serial entrepreneur and a skilled system and operations specialist, his guidance will be a strong addition to the Gold Lion team.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7. Omitted Information

Not Applicable.

Item 8. Executive Officer

Lawrence Hay
CEO, Corporate Secretary and Director
Telephone: (604) 687-2038

Item 9. Date of Report

February 2, 2023