

Form 51-102F3
Material Change Report

Item 1. Name and Address of Company

GoldHaven Resources Corp. (“**GoldHaven**” or the “**Issuer**”)
#1570 – 200 Burrard Street
Vancouver, BC V6C 3L6

Item 2. Date of Material Change

October 17, 2024

Item 3. News Release

A news release dated October 17, 2024 was disseminated via Stockwatch and filed on SEDAR+ on October 17, 2024.

Item 4. Summary of Material Change

The Issuer closed a non-brokered private placement of 5,400,000 common shares at \$0.05 per share.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

The Issuer reports that, pursuant to their news releases dated October 8 and 9, 2024, that they have closed their non-brokered private placement issuing 5,400,000 common shares at a price of \$0.05 per share (the "Offering") for gross proceeds of \$270,000. All shares issued have a 4 month plus one day hold period expiring on February 18, 2025.

Insider participation included Bonn Smith, CEO & President for 200,000 shares. This transaction constitutes "related party transaction" as such term is defined under Multilateral Instrument 61-101 – Protection of Minority Security Holders in Special Transactions ("MI 61-101"). The Company is relying on the exemptions from the formal valuation and minority approval requirements under MI 61-101. The Company is exempt from the formal valuation and minority approval requirements of MI 61-101 in reliance on sections 5.5(a) and 5.7(1)(a) of MI 61-101 as the fair market value of the transaction, insofar as it involves interested parties, is not more than the 25% of the Company's market capitalization.

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

Bonn Smith
Chief Executive Officer
(604) 638-3073

Item 9. Date of Report

October 18, 2024