

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

Item 1: Name and Address of Company

GoldHaven Resources Corp. (the “**Company**”)
#1570 – 200 Burrard Street
Vancouver, British Columbia
V6C 3L6

Item 2: Date of Material Change

October 31, 2024

Item 3: News Release

A news release dated October 31, 2024 was disseminated through various approved public media and filed on SEDAR+ on November 6, 2024.

Item 4: Summary of Material Change

GoldHaven Announces Entering into Definitive Agreement to Acquire BC Gold & Copper Assets

Item 5: Full Description of Material Change

5.1 Full Description of Material Change

Vancouver, British Columbia, October 31, 2024 – GoldHaven Resources Corp. (“**GoldHaven**” or the “**Company**”) (CSE: GOH) (OTCQB: GHVNF) (FSE: 4QS0) is pleased to announce that it has entered into a definitive securities exchange agreement dated October 31, 2024 with Copper Peak Metals Inc. (“**Copper Peak**”) and each of the shareholders of Copper Peak (the “**Copper Peak Shareholders**”), pursuant to which the Company has agreed to acquire all of the issued and outstanding shares of Copper Peak (the “**Copper Peak Shares**”) from the Copper Peak Shareholders in exchange for:

- (i) **3,990,000** common shares of the Company (the “**Consideration Shares**”) at a deemed price of **\$0.09** per Consideration Share for total deemed consideration of **\$359,100**,
- (ii) **500,000** common share purchase warrants, each exercisable at **\$0.10** per warrant to acquire one common share of the Company until September 16, 2027, and
- (iii) **500,000** common share purchase warrants, each exercisable at **\$0.10** per warrant to acquire one common share of the Company until August 22, 2027 (collectively referred to as, the “**Transaction**”).

Copper Peak has an acquisition agreement for the acquisition of a 100% interest in the Magno property. The future obligations under this acquisition agreement include the payment of \$93,334 to the underlying property optionor, Gerry Diakow by January 29, 2025. In connection with the closing of the Transaction (the “**Closing**”), it is expected that Gerry Diakow will be appointed to the Board of Directors of GoldHaven.

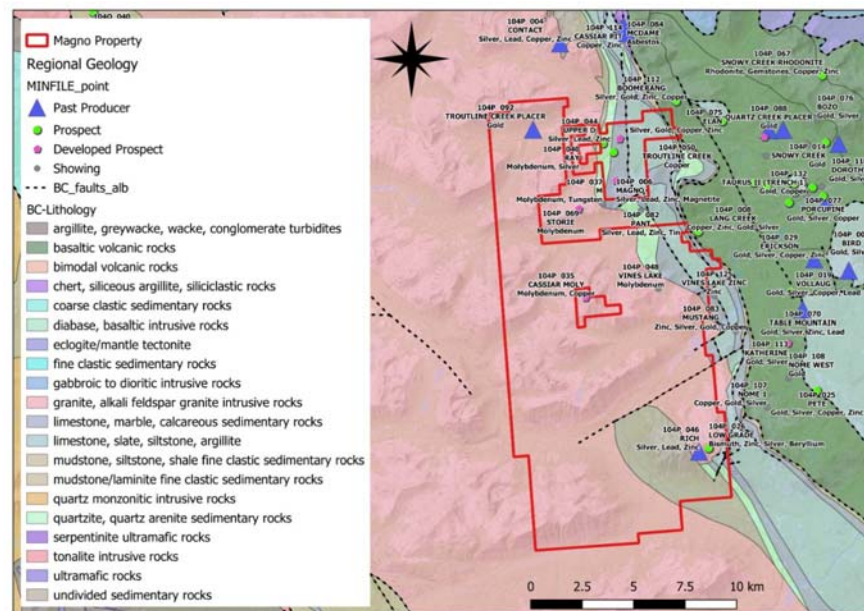
“Signing of the definitive agreement with GoldHaven is the first step on the way to a significant milestone for Copper Peak,” stated **Gerry Diakow, Director of Copper Peak**. “With gold approaching US\$2,800/oz the Magno and Three Guardsmen property are poised for a gold exploration focus as they reside in two settings with targets that indicate a potential for porphyry systems on the properties.”

The Closing is expected to occur on November 8, 2024, or such other date upon which the Company and Copper Peak mutually agree, which Closing is subject to customary closing conditions, including filings with the Canadian Securities Exchange, satisfactory due diligence investigations, and no material adverse change happening with respect to either party prior to the closing date. Out of the 3,990,000 Consideration Shares, 2,990,000 Consideration Shares shall be subject to a pooling arrangement where 10% of such shares shall be released on Closing and the balance shall be released in six tranches of 15% every six months.

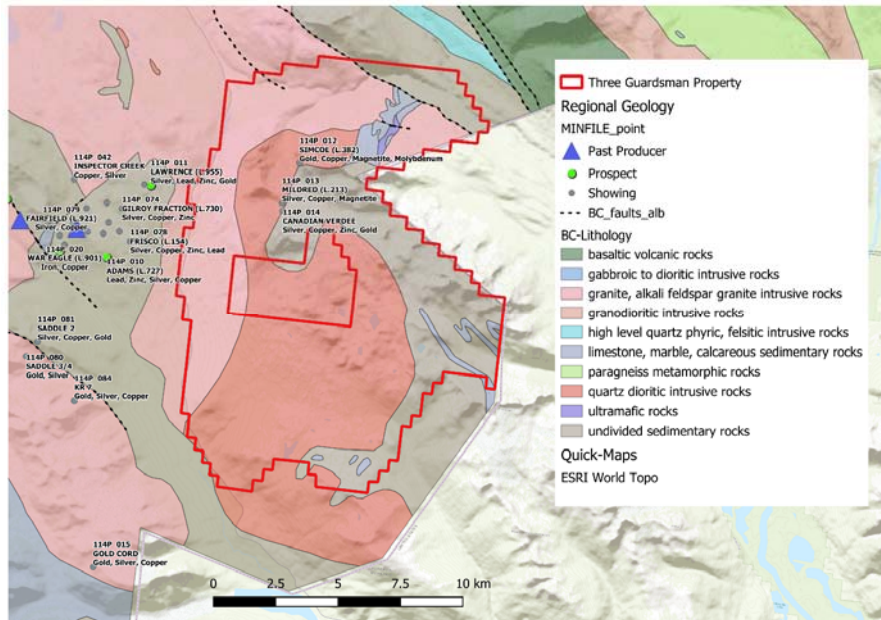
Bonn Smith, CEO of GoldHaven Resources, commented, “I am happy to be announcing this monumental step forward for our company. With the signing of a definitive agreement for the acquisition, we secure two quality assets within well-known historical districts in B.C. We look forward to closing the transaction and driving value and sustainable growth for our shareholders heading into 2025.”

About Copper Peak: The Magno & Three Guardsmen Properties

Copper Peak holds 100% ownership of the Magno and Three Guardsmen mineral properties in British Columbia's Liard Mining District. The Magno property includes 24 mineral tenures, while the Three Guardsmen property holds 12. Both projects focus on the late Cretaceous terranes, known to host significant porphyry deposits like those at Casino and Red Mountain. The exploration team will target granitic bodies beneath promising skarn deposits, aiming to identify the source of mineralized fluids linked to these skarns. The focus will be on extensive geochemical and geophysical exploration to identify potential porphyry sources.



Magno property with BC regional geology highlighting historical work and present showings



Three Guardsmen property with BC regional geology highlighting historical work and present showings

R.J. (Bob) Johnston, P.Geo from Engineers & Geoscientists British Columbia is the qualified person for the Company has reviewed and approved the scientific and technical information in this news release.

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

November 6, 2024