

NOTICE OF CHANGE IN CORPORATE STRUCTURE

Pursuant to Section 4.9 of National Instrument 51-102
Continuous Disclosure Obligations

Item 1 Names of the Parties to the Transaction

Stellar AfricaGold Inc. (“**Stellar**”) and Mosaic Minerals Corp. (“**Mosaic**”)

Item 2 Description of the Transaction

Pursuant to an arrangement agreement (the “**Arrangement Agreement**”) between Stellar and Mosaic dated November 7, 2018, Stellar has “spun-out” 2,000,000 common shares of Mosaic. Mosaic holds the Opawica mineral property located in Quebec which was previously held by Stellar. Stellar retains 5,200,000 common shares of Mosaic.

On February 12, 2020 (the “**Effective Date**”) Stellar and Mosaic completed the plan of arrangement (the “**Arrangement**”) pursuant to section 288 of the *Business Corporations Act* (British Columbia). The Arrangement was approved by the shareholders of Stellar on December 11, 2018. Final approval of the Arrangement was obtained from the Supreme Court of British Columbia on February 5, 2019. Full details of the Arrangement are contained in Stellar’s Management Information Circular dated November 12, 2018.

The CUSIP and ISIN numbers for Stellar are 85855B102 and CA85855B102 respectively.

The CUSIP and ISIN numbers for Mosaic are 61945T106 and CA61945T1066 respectively.

As a result of the Arrangement, Mosaic became a reporting issuer in the Provinces of British Columbia, Alberta and Quebec.

Item 3 Effective Date of the Transaction

February 12, 2020.

Item 4 Name of Each Party, if any, that ceased to be a Reporting Issuer after the Transaction and of each Continuing Entity

Not applicable.

Item 5 Date of the Reporting Issuer’s First financial Year-End after the Transaction, if applicable

Mosaic’s first financial year end following the Effective Date will be December 31, 2020.

Item 6 The Period, including comparative period, if any, of the Interim and Annual Financial Statements Required to be Filed for the Reporting Issuer's First Financial Year after the Transaction, if applicable

Mosaic has filed year end audited annual financial statements for the year ended December 31, 2018 and unaudited interim statements for the interim period ended September 30, 2019. Mosaic will be required to file audited financial statements for the year ended December 31, 2019 no later than 120 days following such date, unaudited interim statements for the periods ended March 31, 2020, June 30, 2020 and September 30, 2020 no later than 60 days following such dates and audited financial statements for the year ended December 31, 2020 no later than 120 days following such date.

Item 7 Documents filed under NI 51-102 that describe the Transaction

The terms of the Arrangement are summarized in:

- a) Stellar's Management Information Circular dated November 12, 2018.
- b) Stellar's New Releases dated November 9, 2018 and December 20, 2018; and
- c) Mosaic's Listing Statement prepared in connection with its pending listing on the Canadian Securities Exchange which will be filed shortly,

copies of which have been filed (or will be filed) on SEDAR and available under Stellar's and Mosaic's respective profiles at www.sedar.com.

DATED: February 12, 2020.