

FORM 51-102F3
Material Change Report
Section 7.1 of National Instrument 51-102
Continuous Disclosure Obligations

Item 1. Name and Address of Company

Edgemont Gold Corp.
2300-1066 West Hastings Street
Vancouver, B.C. V6E 3X2

Item 2. Date of Material Change May 29, 2020

Item 3. News Release

The news release was disseminated on May 29, 2020 through the facilities of Newsfile and was SEDAR filed with the securities commissions of Alberta, British Columbia and Ontario.

Item 4. Summary of Material Change

On May 20, 2020 Edgemont Gold Corp. announced it had completed its initial public offering of 3,554,000 common shares for gross proceeds of \$355,400 through its agent, Mackie Research Capital Corporation pursuant to the agency agreement dated March 13, 2020.

Edgemont's common shares will commence trading on the Exchange on June 1, 2020 under the trading symbol EDGM.

Item 5. Full Description of Material Change

On May 20, 2020 Edgemont Gold Corp. announced it had completed its initial public offering (the "Offering") of 3,554,000 common shares (the "Shares") for gross proceeds of \$355,400 through its agent, Mackie Research Capital Corporation (the "Agent") pursuant to the agency agreement dated March 13, 2020. In connection with the Offering, the Agent, and members of its selling group, received a cash commission equal to 10% of the gross proceeds of the Offering and non-transferable compensation options to purchase up to 355,400 Shares at a price of \$0.10 per Share which may be exercised for a period of 36 months from the day the Shares are listed on the Canadian Securities Exchange (the "Exchange"). The Agent was also paid a corporate finance fee for its services in connection with the Offering.

Following completion of the Offering, Edgemont has 12,944,001 Shares issued and outstanding. Edgemont's common shares will commence trading on the Exchange on June 1, 2020 under the trading symbol EDGM.

Edgemont intends to use the proceeds from the Offering primarily for exploration of its Dungate copper/gold project and for its ongoing general working capital requirements.

Edgemont is focused entirely on gold exploration in Canada. It is currently actively exploring the Dungate copper/gold porphyry project located 6 km south of Houston in the Omenica Mining Division of northern British Columbia. Investors are encouraged to review Edgemont's prospectus and the technical report for the Dungate Property available at www.sedar.com.

Management and the board of directors of Edgemont consists of Stuart Rogers (Chief Executive Officer and director), Joseph Campbell (director), Guido Cloetens (director) and Gordon Steblin (Chief Financial Officer).

- Item 6. Reliance on subsection 7.1(2) or (3) of National Instrument 51-102 N/A
- Item 7. Omitted Information N/A
- Item 8. Executive Officer
Stuart Rogers
Telephone: (778) 373-1562
- Item 9. Date of Report June 4, 2020