

**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.**  
9<sup>th</sup> Floor - 1021 West Hastings Street  
Vancouver, B.C. V6E 0C3
- Item 2. Date of Material Change February 19, 2021
- Item 3. News Release
- The news release was disseminated on February 19, 2021 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 February 19, 2021 Edgemont Gold Corp. announce that it had appointed Kevin Arias to the newly formed position of Vice-President Corporate Development, effective immediately.
- Edgemont has also agreed, subject to regulatory approval, to grant incentive stock options to directors, officers and consultants on up to 1,285,000 common shares at an exercise price of \$0.25 per share for a period of up to three years from the date of grant.
- Item 5. Full Description of Material Change
- On February 19, 2021 Edgemont Gold Corp. announce that it had appointed Kevin Arias to the newly formed position of Vice-President Corporate Development, effective immediately.
- Mr. Arias has worked in the investment community since 2003. He began his career at CIBC Capital Markets and worked in institutional trading at Scotia Capital and then later at Dundee Securities. Since 2015, Mr. Arias has worked directly with several publicly-traded companies active in the mining and mineral exploration sector in Alberta, Australia, Ontario, Idaho, Nevada, Colombia, Brazil and Kazakhstan. His roles have included management positions in the areas of corporate finance, business development and institutional investor relations.
- Edgemont has also agreed, subject to regulatory approval, to grant incentive stock options to directors, officers and consultants on up to 1,285,000 common shares at an exercise price of \$0.25 per share for a period of up to three years from the date of grant.
- 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) 239-3775
- Item 9. Date of Report February 19, 2021