

FORM 51-102F3
Material Change Report

1. Name and Address of Company

Clarity Gold Corp. (the “**Company**”)
915 – 1055 West Hastings Street
Vancouver, BC V6E 2E9

2. Date of Material Changes

August 21, 2020

3. News Release

The news release was issued on August 21, 2020 through Cision.

4. Summary of Material Changes

On August 21, 2020, the Company announced the appointment of Mr. Rory Kutluoglu to its Advisory Board. Rory brings a wealth of exploration and project development experience to Clarity’s team ranging from grassroots through to feasibility level projects.

The Company is also pleased to announce that it has granted incentive stock options (each, an “**Option**”) to acquire an aggregate of 100,000 common shares of the Company (each, a “**Share**”) to one consultant under its stock option plan. Each Option is exercisable for a period of three years expiring on August 21, 2023, at a price of \$1.06 per Share. All the Options vested on the date of grant. The Options and the Shares issuable upon the exercise of the Options held by the optionee are subject to a hold period of four months from the date of grant of the Options.

The Company also announced that it entered into a marketing and investor relations agreement (the “**Agreement**”) dated August 21, 2020 with OGIB Corporate Bulletin Ltd. (the “**Consultant**”) pursuant to which the Consultant has agreed to provide certain corporate branding, marketing, online corporate communications and investor relations services to the Company for a term of six months, for total cash consideration of \$350,000 plus GST, which was paid upon entry into the Agreement.

5. Full Description of Material Changes

5.1 Full Description of Material Changes

See Item 4 above and the attached news release with respect to the matter described above in Item 4.

5.2 Disclosure for Restructuring Transactions

Not applicable.

6. Reliance on subsection 7.1(2) of National Instrument 51-102

Not applicable.

7. Omitted Information

None.

8. Executive Officer

James Rogers, CEO
1 (833) 387-7436

9. Date of Report

August 25, 2020



ClarityGold
CORP.

Vancouver, B.C.

(CSE: CLAR, FSE:27G)

CLARITY GOLD APPOINTS RORY KUTLUOGLU TO ITS ADVISORY BOARD

Vancouver, BC – August 21, 2020, Clarity Gold Corp. (“Clarity” or the “Company”) (CSE: CLAR, FSE:27G) welcomes Mr. Rory Kutluoglu to its Advisory Board. Rory brings a wealth of exploration and project development experience to Clarity’s team ranging from grassroots through to feasibility level projects.

Mr. Kutluoglu is a professional geologist with over 15 years of international mineral exploration experience and executive management roles in North American and European companies. He has designed and executed multiple exploration programs and managed comprehensive environmental baseline and feasibility study programs. Mr. Kutluoglu was the Exploration Manager for Kaminak Gold Corp. leading their team to deliver the maiden and updated resources on the Coffee Gold Project prior to Kaminak’s acquisition by Gold Corp. in 2016. Mr. Kutluoglu is a Fellow of the Society of Economic Geologists.

“We are pleased to continue growing our Advisory Board with the addition of a recognized industry professional such as Mr. Kutluoglu.” said James Rogers, CEO of Clarity. “His technical experience and track record of management and project evaluation will be immensely valuable for Clarity.”

Grant of Options

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About Clarity

Clarity Gold Corp. is a Canadian mineral exploration company focused on the acquisition, exploration and development of gold projects in Canada. The Company is focused on the exploration of its 10,518 ha Empirical Project located approximately 12 km south of Lillooet, BC, and has recently expanded its mineral property portfolio with the acquisitions of the Tyber and Gretna Green projects, both located on Vancouver Island, British Columbia. The Company is based in Vancouver, British Columbia, and is listed on the CSE under the symbol "CLAR". To learn more about Clarity Gold Corp. and its projects please visit www.claritygoldcorp.com.

ON BEHALF OF THE BOARD

"James Rogers"

Chief Executive Officer

Tel: 1 (833) 387-7436

Email: info@claritygoldcorp.com

Website: www.claritygoldcorp.com

CAUTIONARY STATEMENT REGARDING FORWARD-LOOKING INFORMATION: *This news release includes certain "forward-looking statements" under applicable Canadian securities legislation. Forward-looking statements consist of statements that are not purely historical, including any statements regarding beliefs, plans, expectations or intentions regarding the future. Such forward-looking statements in this news release include, but are not limited to, statements regarding that the new advisory board member's technical experience and track record of management and project evaluation will be immensely valuable to the Company. Such statements are subject to risks and uncertainties that may cause actual results, performance or developments to differ materially from those contained in the statements, including risks related to factors beyond the control of the Company. No assurance can be given that any of the events anticipated by the forward-looking statements will occur or, if they do occur, what benefits the Company will obtain from them. There can be no assurance that such statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Risks that could change or prevent these statements from coming to fruition include, but are not limited to, general market conditions and other factors beyond the direct control of the Company. Accordingly, readers should not place undue reliance on forward-looking statements. The Company disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as required by law.*

The Canadian Securities Exchange (operated by CNSX Markets Inc.) has neither approved nor disapproved of the contents of this press release.