

FORM 51-102F3
Material Change Report

1. Name and Address of Company

Clarity Gold Corp. (the “Company”)
1680 – 355 Burrard Street
Vancouver, BC V6C 2G8

2. Date of Material Changes

January 12, 2022

3. News Release

The news release dated January 12, 2022 was issued on January 12, 2022 through Cision.

4. Summary of Material Changes

On January 12, 2022, the Company announced after careful consideration of the exploration program conducted and results received to date, the Company has decided not to continue with the exploration program and has provided cancellation notice pursuant to the option agreement with Big Ridge Gold Corp. (“**Big Ridge**”) dated November 27, 2020 for the Destiny Project (the “**Option Agreement**”).

Under the terms of the Option Agreement, the Company would be required to make a cash payment to Big Ridge of \$750,000 and issue to Big Ridge common shares in the capital of the Company having a value equivalent to \$1,000,000.

The Company sought an extension to the Option Agreement terms thereby allowing the Company to receive and evaluate additional exploration results, however Big Ridge refused to provide such an extension.

The Company will still own the 2 private lots which cover approximately 82Ha of the Destiny Project.

The Company is still awaiting results from its 2021 exploration program on its Empirical Project and will provide an update when results are received and processed.

5. Full Description of Material Changes

5.1 Full Description of Material Changes

See Item 4 above and the news release which has been filed on SEDAR at www.sedar.com for a detailed description of the material change.

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

January 13, 2022