

**Form 51-102F3**  
**Material Change Report**

**Item 1 Name and Address of Company**

**Alma Gold Inc.** (the “Company”)  
Suite 810 – 789 West Pender Street  
Vancouver, BC V6C 1H2

**Item 2 Date of Material Change**

April 28, 2021

**Item 3 News Release**

The news release was filed on SEDAR with the applicable securities commission.

**Item 4 Summary of Material Change**

The Company announced it has closed a non-brokered private placement of 7,500,000 common shares for gross proceeds of \$750,000.

**Item 5 Full Description of Material Change**

**Item 5.1 Full Description of Material Change**

Please see attached news release dated April 28, 2021.

**Item 5.2 Disclosure for Restructuring Transactions**

Not Applicable

**Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102**

Not applicable.

**Item 7 Omitted Information**

Not applicable.

**Item 8 Executive Officer**

Ryan Kalt, Director  
Business Telephone: 604-687-2038  
Facsimile: 604-687-3141

**Date of Report**

May 7, 2021



## **Alma Gold Inc. Closes \$750,000 Private Placement**

**Vancouver, British Columbia, April 28, 2021** – Alma Gold Inc. (“Alma Gold” or the “Corporation”) is pleased to announce that it has closed a non-brokered private placement of 7,500,000 common shares (“Shares”) of the Company issued at a price of \$0.10 per Share for gross proceeds of \$750,000 (the “Offering”).

All securities issued pursuant to the Offering are subject to a statutory 4-month hold period that will expire on August 29, 2021.

The Company intends to use the net proceeds of the Offering for working capital, general corporate purposes and for advancing the Company’s mineral exploration interests. Cash finder’s fees to qualified parties in the amount of \$15,900 were paid on certain subscriptions under the Offering.

### **About Alma Gold Inc.**

Alma Gold Inc. is a privately held reporting issuer based in Vancouver, British Columbia. Alma Gold Inc. owns a 100%, royalty-free interest in the Clarence Stream North Gold Project, located in the emerging Clarence Stream Gold District in southwest New Brunswick, Canada. Alma Gold Inc. is also exploring for gold in West Africa through its subsidiary, Karita Gold Corp. The Company was spun-out from Red Lake Gold Inc. in 2020.

For more information on Alma Gold Inc., please visit [www.AlmaGold.ca](http://www.AlmaGold.ca).

### **On Behalf of the Board of Directors**

Ryan Kalt  
Chairman & Chief Executive Officer  
Alma Gold Inc.  
Email: [info@almagold.ca](mailto:info@almagold.ca)

### **Forward-Looking Statements**

This news release contains forward-looking statements. Forward-looking statements address future events and conditions and therefore, involve inherent risks and uncertainties. Actual results may differ materially from those currently expected or forecast in such statements.