

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

**Item 1 Name and Address of Company**

**ELEMENT79 GOLD CORP. (the "Company")**  
1111-1100 Melville Street  
Vancouver, British Columbia  
V6E 3V6

**Item 2 - Date of Material Change**

August 28, 2024

**Item 3 News Release**

A news release was issued and disseminated on August 28, 2024 and filed on SEDAR+ ([www.sedarplus.ca](http://www.sedarplus.ca)) and with the CSE.

**Item 4 Summary of Material Change**

Mr. Warren Levy has been appointed to the Company's Board of Directors. Mr. Antonios Maragakis resigned from the Board of Directors and has accepted a position on the Advisory Board for Element79.

The Company also advised their OTCQB uplisting has been postponed and the listing is tentatively scheduled to be effective the first week of September.

**Item 5 Full Description of Material Change**

See the News Release attached as Schedule "A"

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

Not applicable.

**Item 7 Omitted Information**

Not applicable.

**Item 8 Executive Officer**

The following senior officer of the Company is knowledgeable about the material change and this report:

James Tworek, CEO  
jt@element79.gold  
Phone: 403-850-8050

**Item 9 Date of Report**

August 28, 2024

## SCHEDULE "A"



### **Element79 Gold Corp Appoints Warren Levy to Board of Directors**

**VANCOUVER, BC / THENEWSWIRE / August 28, 2024 – Element79 Gold Corp. (CSE: ELEM) (OTC: ELMGF) (FSE: 7YS) ("Element79", the "Company")** today announced the addition of Mr. Warren Levy to the Board of Directors. Mr. Levy was appointed to the Company's Advisory Board in March.

Mr. Levy's career is marked by exceptional sustainability leadership, including several senior roles where he has left an indelible mark, notably in the energy and resources sector. Mr. Levy has guided multiple companies with foreign operations both as an advisor and board member, leveraging his expertise in sustainability, operational efficiency and capital raising while fostering positive relationships with local communities.

Throughout his career, Mr. Levy has demonstrated the ability to cultivate high-performance teams across diverse cultural landscapes. His strategic guidance has propelled the expansion of numerous companies in sectors spanning petroleum, mining, and high-tech industries in Latin America and Asia. Author of multiple publications on Latin American energy policy, Mr. Levy has contributed to the discourse on energy and natural resource development in the region, offering insightful perspectives on energy policy and the pivotal role of sustainable development in poverty reduction. Mr. Levy has run regional oilfield and mining service companies with significant operations in Peru, and most recently was the CEO of Jaguar Exploration and Production, the largest private natural gas operator in Mexico, leading it from startup through to becoming the recognized leader in sustainable natural gas production. He managed the company through to the successful sale to a major Mexican conglomerate.

The Company further announces Mr. Antonios Maragakis' resignation from his position as a director but is pleased to advise that he has accepted a position on the Company's Advisory Board.

James Tworek, CEO, noted "We could not be more pleased to have Mr. Levy on as a member of the Board of Directors as his worldwide experience and operational know-how will offer critical insights as we define the Company's strategic path, promoting sustainable growth and leading the way with innovative practices." He further stated "We are extremely pleased that Antonios has agreed to stay on as an advisor as his expertise and insights are invaluable, we thank him for all his past contributions and look forward to his continued support."

Element79 also announces that unfortunately the OTCQB uplisting on announced earlier this week has been postponed. The listing is tentatively scheduled to be effective in the first week of September. We apologize for any confusion on the dates.

#### **About Element79 Gold Corp.**

Element79 Gold's focus is on exploring developing its past-producing, high-grade gold and silver mine, the Lucero project located in Arequipa, Peru, with the intent to restart production in the near term.

The Company holds a portfolio of five properties along the Battle Mountain trend in Nevada, and the projects are believed to have significant potential for near-term resource development. The Company is currently reviewing the Battle Mountain portfolio for exploration and development or sale.

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The Company also holds an option to acquire a 100% interest in the Dale Property, 90 unpatented mining claims located approximately 100 km southwest of Timmins, Ontario, and has recently announced that it has transferred this project to its wholly owned subsidiary, Synergy Metals Corp, and is advancing through the Plan of Arrangement spin-out process.

For more information about the Company, please visit [www.element79.gold](http://www.element79.gold)

**Contact Information**

***For corporate matters, please contact:***

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Phone: +1.403.850.8050

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**Cautionary Note Regarding Forward Looking Statements**

*Certain information in this news release constitutes forward-looking statements under applicable securities laws. Any statements that are contained in this news release that are not statements of historical fact may be deemed to be forward-looking statements. Forward-looking statements are often identified by terms such as "may", "should", "anticipate", "expect", "potential", "believe", "intend" or the negative of these terms and similar expressions. Forward-looking information in this press release are based on certain assumptions and expected future events.*

*These statements involve known and unknown risks, uncertainties and other factors, which may cause actual results, performance or achievements to differ materially from those expressed or implied by such statements.*

*Readers are cautioned that the foregoing list is not exhaustive. Readers are further cautioned not to place undue reliance on forward-looking statements, as there can be no assurance that the plans, intentions or expectations upon which they are placed will occur. Such information, although considered reasonable by management at the time of preparation, may prove to be incorrect and actual results may differ materially from those anticipated.*

*Forward-looking statements contained in this press release are expressly qualified by this cautionary statement and reflect the Company's expectations as of the date hereof and are subject to change thereafter. The Company undertakes no obligation to update or revise any forward-looking statements, whether as a result of new information, estimates or opinions, future events or results or otherwise or to explain any material difference between subsequent actual events and such forward- looking information, except as required by applicable law.*

*Neither the Canadian Securities Exchange nor the Market Regulator (as that term is defined in the policies of the Canadian Securities Exchange) accepts responsibility for the adequacy or accuracy of this release.*