

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Gold Hunter Resources Inc. (the “**Company**” or “**Gold Hunter**”)
75-8050 204th Street
Langley, BC V2Y 0X1

Item 2 Date of Material Change

June 10, 2024

Item 3 News Release

The news release dated June 11, 2024 was disseminated via NewsFile Corp.

Item 4 Summary of Material Change

The Company completed the acquisition of an option (the “**Option**”) to earn a 100% undivided interest in the Great Northern and Viking Projects (the “**Projects**”), located in the province of Newfoundland and Labrador, pursuant to the previously announced option agreement with Magna Terra Minerals Inc. (“**Magna Terra**”), dated May 28th, 2024, as amended on June 10th, 2024 (the “**Option Agreement**”), subject to certain existing royalties.

Concurrently with acquiring the Option, Gold Hunter completed the previously announced acquisition of additional mineral claims surrounding and adjoining the Projects through a series of mineral property purchase agreements (collectively, the “**Property Purchase Agreements**”) with four different vendors, being Sorrento Resources Ltd., Neal Blackmore, Stephen Keats, and Darrin Hicks.

Gold Hunter also completed the acquisition of Long Range Exploration Corporation (“**Long Range**”) pursuant to a share purchase agreement (the “**SPA**”) dated May 29th, 2024, whereby Gold Hunter has acquired all of the issued and outstanding common shares of Long Range (the “**Long Range Shares**”) from the shareholders (the “**Long Range Shareholders**”) of Long Range, such that Long Range is now a wholly-owned subsidiary of Gold Hunter.

The Company appointed Darrell Brown and Lew Lawrick to the board of directors (the “**Board**”) of the Company.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Company completed the acquisition of the Option to earn a 100% undivided interest in the Projects by issuing 7,042,253 common shares (each, a “**Share**”) in the capital of the Company at a deemed price per Share of \$0.142 and making a cash payment of \$300,000 to Magna Terra. The Option expires on June 10th, 2026 and the

next payment deadline to maintain the Option in good standing is June 10th, 2025, at which time Gold Hunter will need to issue Shares with an aggregate value of \$2,750,000 and make a cash payment of \$450,000 to Magna Terra. The amendment entered into on June 10th, 2024 clarified that the calculation of the deemed price per Share of the first issuance would be adjusted to exclude trading days before May 2nd, 2024. The Projects will remain subject to certain existing royalties on the licenses that comprise the property.

Concurrently with acquiring the Option, Gold Hunter completed the previously announced acquisition of additional mineral claims surrounding and adjoining the Projects pursuant to the Property Purchase Agreements with four different vendors, being Sorrento Resources Ltd., Neal Blackmore, Stephen Keats, and Darrin Hicks.

Gold Hunter also completed the acquisition of Long Range pursuant to the SPA, whereby Gold Hunter has acquired all of the Long Range Shares from the Long Range Shareholders, such that Long Range is now a wholly-owned subsidiary of Gold Hunter. As consideration for acquiring the Long Range Shares, Gold Hunter issued 9,000,000 Shares to the Long Range Shareholders, distributed on a pro-rata basis based on the number of Long Range Shares held by each Long Range Shareholder, and a cash payment of \$50,000 (the “**Cash Payment**”) to be used to pay certain liabilities and expenses (the “**Outstanding Expenses**”) of Long Range. In connection with the SPA, Gold Hunter, Long Range, and two principal shareholders of Long Range, being Darrell Brown and GeoToria Holdings Limited, entered into a letter agreement on June 10th, 2024 pursuant to which the parties acknowledged and agreed that the full amount of the Cash Payment will be required by Long Range to pay the Outstanding Expenses following the acquisition.

Pursuant to a Finder’s Fee Agreement between Gold Hunter and Kluane Capital FZCO executed on June 10, 2024, Gold Hunter paid a finder’s fee of 1,824,225 Shares and \$52,000 for services rendered in connection with the Option Agreement, the Property Purchase Agreements, and the SPA.

Gold Hunter also announced the appointments of Darrell Brown and Lew Lawrick to the Board and the resignation of Richard Masey from the Board.

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

None

Item 8 Executive Officer

Sean Kingsley, Chief Executive Officer and President

Telephone: 604-440-8474

Item 9 Date of Report

June 11, 2024