

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Wedgemount Resources Corp. (the “**Company**”)
40440 Thunderbird Ridge B1831
Garibaldi Highlands, B.C. V0N 1T0

Item 2. Date of Material Change

May 20, 2021 and May 21, 2021

Item 3. News Release

News release dated May 21, 2021 was disseminated via Accesswire and filed on SEDAR.

Item 4. Summary of Material Change

The Company completed its initial public offering (the “**Offering**”) on May 20, 2021 for gross proceeds of \$600,000 and the common shares of the Company (the “**Common Shares**”) commenced trading on the Canadian Securities Exchange (the “**CSE**”) on May 21, 2021 under the symbol “WDGY”.

Item 5.1 Full Description of Material Change

On May 20, 2021, the Company completed the Offering pursuant to a prospectus dated April 30, 2021 (the “**Prospectus**”) filed with the securities commissions of British Columbia, Alberta and Ontario. Effective at the opening of market on May 21, 2021, the Common Shares commenced trading on the CSE under the symbol “WDGY”.

Pursuant to the Prospectus, the Company issued 6,000,000 Common Shares at a price of \$0.10 per Common Share for aggregate gross proceeds of \$600,000. Leede Jones Gable Inc. (the “**Agent**”) acted as the sole agent for the Offering.

In connection with the Offering and pursuant to an Agency Agreement dated April 30, 2021 (the “**Agency Agreement**”) between the Company and the Agent, the Company paid the Agent a cash commission equal to 7% of the gross proceeds of the Offering, a corporate finance fee of \$30,000 (plus GST), and paid the legal fees, expenses and disbursements of the Agent incurred in connection with the Offering. The Company also issued to the Agent options (the “**Agent’s Options**”) to purchase 420,000 Common Shares at a price of \$0.10 until May 20, 2023.

The Company intends to use the net proceeds from the Offering to fund the recommended initial exploration program on its Eagle copper – gold property (the “**Project**”), for working capital requirements, and other general corporate purposes.

Management and the board of directors of the Company is comprised of Mr. Mark Vanry as director, President and CEO, Ms. Lesia Burianyk as CFO, Mrs. Leah Hodges as Corporate Secretary and Messrs. Richard Barth, Cody Campbell, and Garry Clark as independent directors.

Additional information on the Company, the Offering, and the Project can be found in the Prospectus, filed under the Company’s profile on www.sedar.com.

Item 5.2. Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7. Omitted Information

No information was omitted.

Item 8. Executive Officers

The following senior officer of the Company is knowledgeable about the material change and this Material Change Report and may be contacted:

Mark Vanry
President, Chief Executive Officer and Director
Telephone: (778) 997-7573

Item 9. Date of Report

May 25, 2021

Forward-Looking Statements

*This material change report contains forward-looking statements and forward-looking information within the meaning of Canadian securities legislation (collectively, “**forward-looking statements**”) that relate to the Company’s current expectations and views of future events. Any statements that express, or involve discussions as to, expectations, beliefs, plans, objectives, assumptions or future events or performance (often, but not always, through the use of words or phrases such as “will likely result”, “are expected to”, “expects”, “will continue”, “is anticipated”, “anticipates”, “believes”, “estimated”, “intends”, “plans”, “forecast”, “projection”, “strategy”, “objective” and “outlook”) are not historical facts and may be forward-looking statements and may involve estimates, assumptions and uncertainties which could cause actual results or outcomes to differ materially from those expressed in such forward-looking statements. No assurance can be given that these expectations will prove to be correct and such*

forward-looking statements included in this material change report should not be unduly relied upon. These statements speak only as of the date of this material change report.

Forward-looking statements are based on a number of assumptions and are subject to a number of risks and uncertainties, many of which are beyond the Company's control, which could cause actual results and events to differ materially from those that are disclosed in or implied by such forward-looking statements. Such risks and uncertainties include, but are not limited to, the use of net proceeds, the impact and progression of the COVID-19 pandemic and other factors set forth under "Forward-Looking Statements" and "Risk Factors" in the Prospectus. The Company undertakes no obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as may be required by law. New factors emerge from time to time, and it is not possible for the Company to predict all of them, or assess the impact of each such factor or the extent to which any factor, or combination of factors, may cause results to differ materially from those contained in any forward-looking statement. Any forward-looking statements contained in this material change report are expressly qualified in their entirety by this cautionary statement.