

**FORM 51-102F3
MATERIAL CHANGE REPORT**

ITEM 1 Name and Address of Company:

Wedgemount Resources Corp. (the "**Company**")
40440 Thunderbird Ridge B1831
Garibaldi Highlands, BC, V0N 1T0

ITEM 2 Date of Material Change:

May 19, 2023.

ITEM 3 News Release:

News release dated May 19, 2023 was distributed via Newsfile and subsequently filed on the System for Electronic Document Analysis and Retrieval (SEDAR) at www.sedar.com.

ITEM 4 Summary of Material Change:

On May 19, 2023, the Company announced it had closed a non-brokered private placement by issuing 5,375,000 units (each a "**Unit**") at CAD\$0.17 per Unit for gross proceeds of CAD\$913,750 (the "**Offering**"). Each Unit entitled the holder to receive one (1) common share in the capital of the Company (each a "**Common Share**") and one (1) transferable Common Share purchase warrant (each a "**Warrant**"). Each Warrant entitles the holder to acquire one (1) Common Share at CAD\$0.30 until May 19, 2025, subject to an accelerated expiry provision, whereby in the event the closing price of the Company's Common Shares on the Canadian Securities Exchange (the "**Exchange**") exceeds CAD\$0.60 for a period of 20 consecutive trading days, at the Company's election, the period within which the Warrants are exercisable, will be reduced and the holders of the Warrants will be entitled to exercise their Warrants for a period of 30 days commencing on the day the Company provides notice, any outstanding Warrants not exercised during the 30 day period will expire (the "**Accelerated Expiry Provision**").

ITEM 5 Full Description of Material Change:

5.1 – Full Description of Material Change:

On May 19 2023, the Company announced it had closed an Offering by issuing 5,375,000 Units at CAD\$0.17 per Unit for gross proceeds of CAD\$913,750. Each Unit entitled the holder to receive one (1) Common Share and one (1) transferable Warrant. Each Warrant entitles the holder to acquire one (1) Common Share at CAD\$0.30 until May 19, 2025, subject to an Accelerated Expiry Provision. In connection with the Offering, the Company paid finder's fees of CAD\$36,652, equal to 7% of the total proceeds raised by eligible finders, and issued 215,600 finder warrants (each, a "**Finder Warrant**"), equal to 7% of the number of Units sold by eligible finders. The Finder Warrants are exercisable at \$0.30 until May 19, 2025, subject to the Accelerated Expiry Provision. The Company intends to use the net proceeds from the Offering for general working capital purposes. All securities issued under the Offering, including securities issuable on exercise thereof, are subject to a hold period expiring September 20, 2023, in accordance with the rules and policies of the Exchange and applicable Canadian securities laws.

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:

Further information relating to this Material Change Report may be obtained from:

Leah Hodges, Corporate Secretary
Telephone: (604) 377-0403

ITEM 9 Date of Report:

May 19, 2023.