

Notice of Change in Corporate Structure

Pursuant to Section 4.9 of National Instrument 51-102 *Continuous Disclosure Obligations*

Item 1 **Names of the Parties**

Golden Spike Resources Corp. (the “**Company**”)

Item 2 **Description of the transaction**

On July 20, 2022, the Company acquired 100% of the issued and outstanding shares of Golden Horizon Exploration Corp. (“**Horizon**”) pursuant to the amalgamation agreement dated July 11, 2022 among the Company, Horizon and 1368617 B.C. Ltd. (“**Subco**”), a wholly-owned subsidiary of the Company, incorporated solely for the purposes of the transaction (the “**Transaction**”).

The Transaction was structured as a three-cornered amalgamation under the *Business Corporations Act* (British Columbia) (“**BCBCA**”), pursuant to which Subco amalgamated with Golden Horizon and continued as one corporation under the BCBCA (“**Amalco**”), with the result that Amalco became a wholly-owned subsidiary of the Company.

In connection with the Transaction, the Company issued an aggregate of: (i) 11,300,000 common shares to the shareholders of Horizon (which represented 35.76% of the post-closing issued and outstanding common shares of the Company); and (ii) 7,100,000 common share purchase warrants to the warrant holders of Horizon (which represented 56.17% of the post-closing issued and outstanding common share purchase warrants of the Company).

Item 3 **Effective Date of the Transaction**

July 20, 2022

Item 4 **Names of each party, if any, that ceased to be a reporting issuer after the transaction and of each continuing entity**

N/A

Item 5 **Date of reporting issuer’s first financial year-end subsequent to the transaction**

August 31

Item 6 **Periods, including comparative periods, if any, of the interim and annual financial statements required to be filed for the reporting issuer’s first financial year subsequent to the transaction**

The Company will be required to file financial statements for the:

- nine month period ended May 31, 2022;

- year ended ending August 31, 2022;
- three month period ending November 30, 2022; and
- six month period ending February 28, 2023.

Item 7 Documents filed under this Instrument that described the transaction and where those documents can be found in electronic format

The following documents describing the Transaction and related matters were filed under the Company profile on SEDAR at:

- (a) material change report dated July 25, 2022, relating to the closing of the Transaction;
- (b) press release dated July 21, 2022, announcing the closing of the Transaction;
- (c) the Amalgamation Agreement dated July 11, 2022 and filed on July 13, 2022;
- (d) press release dated July 13, 2022, announcing the execution of the Amalgamation Agreement; and
- (e) press release dated June 17, 2022, announcing the execution of a non-binding letter of intent in connection with the Transaction.

DATED July 25, 2022