

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

Golden Rapture Mining Corporation 804 Barnes Link SW Edmonton, Alberta, T6W 1E7

Item 2 - Date of Material Change

September 27, 2024

Item 3 News Release

A news release was issued and disseminated to the markets on September 27, 2024 through the services of the NewsWire and was subsequently filed on SEDAR+ (www.sedarplus.com).

Item 4 Summary of Material Change

The Company announced that it completed a private placement offering of (the "Private Placement") of 882,353 Common Shares. See attached Schedule "A" for full details of the Private Placement.

Item 5 Full Description of Material Change

See attached news release dated September 27, 2024 and filed on SEDAR at www.sedar.com.

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:

Richard Rivet,
Chief Executive Officer
Email: goldenrapture@outlook.com
Phone: 780-885-9385

Item 9 Date of Report

September 27, 2024.

Schedule "A"

Golden Rapture Mining Corporation – Closes Financing from Equity Facility

Edmonton, AB, 27, 2024 – Golden Rapture Mining Corporation (CSE: GLDR) ("Golden Rapture Mining", the "Company") a mining company focused on gold projects is pleased to announce that it has recently leveraged its non-revolving equity drawdown facility with Crescita Capital LLC ("Crescita Capital"). The Company has drawn down CA\$ 150,000 from this facility, resulting in the issuance of a total of 882,353 Common shares at \$0.17 per common share. Proceeds from the abovementioned draw from Crescita Capital will be used to fund general and administrative expenses. The closing date of this transaction is September 27, 2024.

Original Equity Draw Down Agreement Terms On March 10, 2023, the Issuer entered into the Investment and Advisory Agreement (the "Agreement") with Crescita pursuant to which Crescita will (a) provide certain advisory services (the "Advisory Services") to the Issuer, and (b) make available to the Issuer a non-revolving equity drawdown facility in the aggregate amount of up to \$5,000,000 (the "Funding Commitment"). The Funding Commitment is for an aggregate amount of \$5,000,000 and the Issuer will have three years to utilize the \$5,000,000 to expand and develop its assets. The Agreement is disclosed in our prospectus dated December 14, 2023 available on SEDAR+.

In addition, the Issuer may use the Funding Commitment as security, with the consent of Crescita, to secure additional financing avenues if it so chooses. Upon listing of the Issuer's Common Shares and under the terms of the Investment and Advisory Agreement, the Issuer can immediately start drawing down funds from the \$5,000,000 Funding Commitment during the three year term at the Issuer's discretion by providing a notice to Crescita ("Drawdown Notice"). In return for each Drawdown Notice funded by Crescita, the Issuer will allot and issue fully paid Common Shares to Crescita (each, a "Private Placement"). The Common Shares issued in connection with any Private Placement will be priced at 90% of the average closing bid price resulting from the following ten days of trading after the Drawdown Notice ("Pricing Period").

As of the date of this press release, the number of issued and outstanding Common Shares of the Company is 25,229,224 Common Shares, following this transaction. The common shares of the Company were listed on the Canadian Securities Exchange on March 8, 2024, began trading on March 12, 2024 under the symbol "GLDR".

No compensation or finders fees were payable pursuant to this financing transaction. There was no insider participation in this financing transaction, with no new insider control position created, nor any materially affect on control of the Company.

About Golden Rapture Mining

Golden Rapture Mining is a well-funded exploration company engaged in the acquisition, exploration, and development of high-potential assets located in favorable, established Tier 1 mining jurisdictions being the Rainy River and Geraldton areas of NW Ontario, Canada.

On behalf of the Board

Richard Rivet,
President & CEO
Email: goldenrapture@outlook.com
Phone: 780-729-5395

For more info please look at our website at <https://goldenrapturemining.com/>

Forward-looking statements include predictions, projections, and forecasts and are often, but not always, identified by the use of words such as “seek”, “anticipate”, “believe”, “plan”, “estimate”, “forecast”, “expect”, “potential”, “project”, “target”, “schedule”, “budget” and “intend” and statements that an event or result “may”, “will”, “should”, “could” or “might” occur or be achieved and other similar expressions and includes the negatives thereof. All statements other than statements of historical fact included in this release, including, without limitation, statements regarding the Company’s planned exploration programs and drill programs and potential significance of results are forward-looking statements that involve various risks and uncertainties. There can be no assurance that such statements will prove to be accurate and actual results and future events could differ materially from those anticipated in such statements. Forward-looking statements are based on a number of material factors and assumptions. Important factors that could cause actual results to differ materially from Company’s expectations include actual exploration results, changes in project parameters as plans continue to be refined, results of future resource estimates, future metal prices, availability of capital, and financing on acceptable terms, general economic, market or business conditions, uninsured risks, regulatory changes, defects in title, availability of personnel, materials, and equipment on a timely basis, accidents or equipment breakdowns, delays in receiving government approvals, unanticipated environmental impacts on operations and costs to remedy same, and other exploration or other risks detailed herein and from time to time in the filings made by the Company with securities regulators. Although the Company has attempted to identify important factors that could cause actual actions, events, or results to differ from those described in forward-looking statements, there may be other factors that cause such actions, events, or results to differ materially from those anticipated. There can be no assurance that forward-looking statements will prove to be accurate, and accordingly readers are cautioned not to place undue reliance on forward-looking statements.