

Form 51-102F3
MATERIAL CHANGE REPORT

- Item 1. Name and Address of Reporting Issuer

Lithoquest Diamonds Inc. (the “**Company**”)
2000-1066 West Hastings Street
Vancouver, British Columbia V6E 3X1
- Item 2. Date of Material Change

July 10, 2019
- Item 3. News Release

A news release was disseminated on July 10, 2019 through Accesswire and subsequently filed on SEDAR.
- Item 4. Summary of Material Changes

The Company closed the first tranche of a non-brokered private placement financing raising gross proceeds of \$978,000.
- Item 5. Full Description of Material Change

Please see the attached news release dated July 10, 2019 for full details.
- 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

For further information, please contact:
Dwight Walker
Chief Financial Officer
Telephone: 416-567-2785
- Item 9. Date of Report

July 23, 2019