

**Form 51-102F3
Material Change Report**

Item 1 Name and Address of Company

Sky Gold Corp. (the "**Company**")
Suite 1240, 789 West Pender St.
Vancouver, British Columbia

Item 2 Date of Material Change

December 3, 2019

Item 3 Date of News Release

The Company disseminated the news release on November 29, 2019, via Stockwatch and filed it via SEDAR with the British Columbia, Alberta and Ontario Securities Commissions and TSX Venture Exchange.

Item 4 Summary of Material Change

The Company announced that, effective December 3, 2019 at market open, the Company consolidated its common shares on the basis of one (1) post-consolidation common share for every ten (10) pre-consolidation common shares.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Please see the Company's news release dated November 29, 2019, which is available at www.sedar.com

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

Michael B. England, Chief Executive Officer and Director, (604) 683-3995
Email: mike@engcom.ca

Item 9 Date of Report

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia, this 3rd day of December, 2019.

SKY GOLD CORP.

"Michael B. England"

Per: Michael B. England