

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 to the Transaction

Avidian Gold Corp. (formerly Marching Moose Capital Corp.), a corporation incorporated under the laws of British Columbia (the “**Company**”); Avidian Gold Inc., a corporation incorporated under the laws of the Province of Ontario (“**Avidian**”); and MMCC Amalco Ltd., a wholly-owned subsidiary of the Company incorporated under the laws of the Province of Ontario (“**MMCC Amalco**”).

Item 2. Description of the Transaction

On November 29, 2017, Avidian Gold Inc. merged with MMCC Amalco Holdings (the “**Amalgamation**”) pursuant to Section 174 of the *Business Corporations Act (Ontario)* and in accordance with an amalgamation agreement entered into among the Company, MMCC Amalco and Avidian dated March 13, 2017 and amended on April 13, 2017, June 23, 2017 and November 17, 2017 (the “**Amalgamation Agreement**”). The resulting amalgamated corporation (“**Amalco**”) became a wholly-owned subsidiary of the Company.

Prior to the Amalgamation, the Company was a Capital Pool Company (as defined under the policies of the TSX Venture Exchange), and had not commenced commercial operations and had no assets other than cash. The Amalgamation constituted a Qualifying Transaction for the Company pursuant to TSX Venture Exchange Policy 2.4 - *Capital Pool Companies* (the “**Policy 2.4**”). Following the Amalgamation and as part of the Qualifying Transaction, the Company changed its name to “Avidian Gold Corp.” and became a Resulting Issuer as such term is defined in the Policy 2.4. The common shares of the Company as the Resulting Issuer have been accepted for listing on the TSX Venture Exchange and trade under the new symbol “AVG” and under new CUSIP number 05369E103 and new ISIN number CA05369E1034.

On closing of the Amalgamation, each 2.17 outstanding ordinary shares of the Avidian (104,047,286 in the aggregate) were exchanged for one common share of the Company. Additional information regarding the Amalgamation can be found in the filing statement of the Company dated November 17, 2017, and in the Company’s news release dated December 1, 2017, each of which is available under the Company’s issuer profile on SEDAR at www.sedar.com.

Change in year end

The Amalgamation was completed as a reverse takeover resulting in Amalco being the reverse-takeover acquirer, As such term is defined in National Instrument 51-102 - *Continuous Disclosure Obligations*. As a result, Corporation has adopted the year-end of Amalco. The year end of the Corporation is now June 30, changed from March 31.

Item 3. Effective Date of the Transaction

The Certificate of Amalgamation was issued on November 29, 2017 with an effective date of November 29, 2017.

Item 4. Names of Each Party that Ceased to Be a Reporting Issuer Subsequent to the Transaction and of each Continuing Entity

Not applicable. The Company continues to be a reporting issuer following the completion of the Amalgamation and the name change from “Marching Moose Capital Corp.” to “Avidian Gold Corp”.

Item 5. Date of the Reporting Issuer’s First Financial Year-End Subsequent to the Transaction

In connection with the Amalgamation, the Company is changing its financial year end from March 31 to June 30, being the year-end of Amalco. being the reverse-takeover acquirer in a reverse take over. The first financial year-end of the Company subsequent to the Amalgamation will be June 30, 2017.

Item 6. The periods, including the comparative periods, if any, of the interim financial reports and the annual financial statements required to be filed for the reporting issuer’s first financial year after the transaction

The Company will file interim unaudited consolidated financial statements of Avidian as the reverse takeover acquirer for the three-month period ended September 30, 2017 with comparative statements of Avidian for the same periods ended September 30, 2016.

During the first financial year after the Amalgamation and taking into account the change in year end of the Company from March 31, to June 30, the Company will be required to file the following financial statements:

- a comparative interim financial report for the three and six month periods ended December 31, 2017 and 2016;
- a comparative interim financial report for the three and nine month periods ended March 31, 2018 and 2017; and
- comparative annual financial statements for the years ended June 30, 2018 and 2017;

Item 7. Documents Filed under National Instrument 51-102 – Continuous Disclosure Obligations

Details of the Amalgamation can be found in the following documents:

- the Amalgamation Agreement filed November 20, 2017;
- the material change report and accompanying press release of the Company both filed April 18, 2017;
- the material change report of the Company filed December 1, 2017;
- certificate of name change filed December 19, 2017;

each of which is available under the Company’s issuer profile on SEDAR at www.sedar.com.

Item 8. Date of Report

December 19, 2017