

## FORM 51-102F3

### MATERIAL CHANGE REPORT

#### ***Item 1 Name and Address of Company***

Gambier Gold Corp. (“**Gambier**” or the “**Company**”)  
Suite 410 – 325 Howe Street  
Vancouver BC  
V6S 1E9

#### ***Item 2 Date of Material Change***

June 1, 2022

#### ***Item 3 News Release***

A news release dated June 1, 2022 was disseminated to the TSX Venture Exchange and through various other approved public media and filed on SEDAR with applicable securities commissions.

#### ***Item 4 Summary of Material Change(s)***

On June 1, 2022, the Company announced effective immediately, a change of the Board of Directors and management of the Company. As a result of the Annual General Meeting held on June 1, 2022 (the “**Annual Meeting**”), Gambier’s shareholders have overwhelmingly supported the transition in favour of replacing the existing board and have approved the number of directors be set at five with the following nominees elected as directors: Daniel Rodriguez, Sven Gollan, Owen Garfield, Sebastien Ah Fat, and Rafael Vaudrin.

Daniel Rodriguez has been appointed as Chief Executive Officer and Mark T. Brown has been appointed as Chief Financial Officer.

#### ***Item 5 Full Description of Material Change***

##### **5.1 Full Description of Material Change**

On June 1, 2022, the Company announced effective immediately, a change of the Board of Directors and management of the Company. As a result of the Annual Meeting, Gambier’s shareholders have overwhelmingly supported the transition in favour of replacing the existing board. A total of approximately 23,600,000 common shares, representing approximately 51% of the issued and outstanding common shares of the Company, were represented at the Annual Meeting.

The shareholders at the Annual Meeting approved the number of directors be set at five with the following nominees elected as directors: Daniel Rodriguez, Sven Gollan, Owen Garfield, Sebastien Ah Fat, and Rafael Vaudrin.

The new Gambier board of directors and executive team appointed consists of the following:

**Board of Directors:**

Daniel Rodriguez  
Sven Gollan  
Owen Garfield  
Sebastien Ah Fat  
Rafael Vaudrin

**Management:**

CEO – Daniel Rodriguez  
CFO – Mark T. Brown

**Technical Advisors:**

Bernie Kreft  
Robert Cameron

**Bios of Management, Directors and Technical Advisors**

CEO and director, Daniel Rodriguez was most recently, head of Corporate Development with Warrior Gold Inc. with over 14 years of capital markets and financial service experience. Previously, he was an Investment Advisor with a focus on the junior mining sector and managed a retail branch bank for a top-tier Canadian bank.

Chief Financial Officer, Mark T. Brown, CPA, CA, is the President of Pacific Opportunity Capital Ltd. Mr. Brown has assisted in the successful establishment of several private and public companies.

Director, Sven Gollan, is currently a director of Seago Resources Inc., Alianza Minerals Ltd. and Teako Gold Corp. He spent 16 years as an Investment/Private Banker in Germany and Austria and was active in the education and training of securities advisors and investment bankers. He recently also works with FruchtExpress Grabher GmbH & Co KG.

Director, Owen Garfield, is a Chartered Mineral Surveyor based in the United Kingdom who worked for the Valuation Office Agency as a specialist mineral valuer for over 10 years. Mr. Garfield is currently the Managing Director and owner of a successful surveying company in the United Kingdom, advising multi-national clients on major infrastructure projects.

Director, Rafael Vaudrin, is a Professional Geologist, and former Director of Gambier. He is a Senior Project Geologist and has great expertise in field planning, data analysis, and drilling initiatives.

Director, Sebastien Ah Fat, is a Professional Geologist with over a decade of experience in the mining and energy sectors. He is the Vice President of Exploration at Pacific Bay Minerals Ltd., a precious- metal-focused mining company, and the co-founder and Vice President of Exploration at Glacier Resources Corp., a lithium exploration company.

Technical Advisor, Bernie Kreft, is a prospector since 1988, who manages a family run exploration and development company active in the Canadian Cordillera. He currently owns over 75 distinct mineral projects totalling approximately 80,000 hectares. Mr. Kreft is also an advisor to Kestrel Gold Inc.

Technical Advisor, Robert Cameron, B. Sc. Hons., P. Geo., is a geologist with 40 years of international experience including positions as President and CEO of Valley High Ventures Ltd. and Bearing Resources Ltd. as well as with Freeport McMoRan Copper and Gold Inc. (Canada), Dome Exploration Canada and others. He is also currently President and CEO of Commander Resources Ltd.

**5.2 Disclosure for Restructuring Transactions**

Not applicable.

***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***

Daniel Rodriguez, CEO  
Telephone: (604) 353-4080

***Item 9 Date of Report***

June 3, 2022