

**FORM 51-102F3  
MATERIAL CHANGE REPORT**

**ITEM 1. NAME AND ADDRESS OF COMPANY**

Stellar AfricaGold Inc.. (the "Issuer")  
4908 Pine Crescent  
Vancouver, BC V6M 3P6

**ITEM 2. DATE OF MATERIAL CHANGE**

October 11, 2023

**ITEM 3. NEWS RELEASE**

The news release was disseminated through the facilities of TheNewswire and filed on SEDAR on October 11, 2023

**ITEM 4. SUMMARY OF MATERIAL CHANGE**

The Issuer announced the resignation of John Ryan as a Director of the Issuer.

**ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE**

On October 11, 2023, the Issuer announced that John Ryan has resigned as a Director of the Company. John has been a Board Member for more than 10 years and the Company thanks him for his services throughout that period.

**ITEM 6. RELIANCE ON SUBSECTION 7.1(2) OR (3) OF NATIONAL INSTRUMENT 51-102**

Not Applicable.

**ITEM 7. OMITTED INFORMATION**

There are no significant facts required to be disclosed herein which have been omitted.

**ITEM 8. EXECUTIVE OFFICER**

Contact: J. Francios Lalonde, President  
Telephone: (514) 994-0654

**ITEM 9. DATE OF REPORT**

October 30, 2023