

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

Thunderstruck Resources Ltd. (the “Company”)
402 – 905 West Pender Street
Vancouver, B.C., V6C 1L6

Item 2 Date of Material Change

November 9, 2018

Item 3 News Release

A news release was disseminated on November 9, 2018 through the facilities of Newswire.

Item 4 Summary of Material Change

The Company has closed a non-brokered private placement of units generating aggregate gross proceeds of \$114,220. (the “Placement”).

Item 5 Full Description of Material Change

Gross proceeds of \$114,220 were raised through the sale of 1,903,667 units at a price of \$0.06 per unit (each a “Unit”). Each Unit comprised one common share and one half of one share purchase warrant. Each whole warrant entitles the holder to purchase a further common share at a price of \$0.15 per share until November 9, 2021. The warrants are subject to accelerated exercise provisions such that if the closing price of the Company’s common shares exceeds \$0.25 per share for a period of 20 consecutive trading days, the Company may give notice of the acceleration of the warrants’ term to a period of 30 days following such notice.

All securities issued in the first tranche are subject to a hold period in Canada expiring on March 10, 2019. Additional restrictions may apply pursuant to Rule 144 of the Securities Act of 1933, as amended, to U.S. investors.

Proceeds of the Placement will be applied to exploration programs for the Company’s Fiji properties and general working capital.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

This Report is not being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102.

Item 7 Omitted Information

No information has been omitted on the basis that it is confidential information.

Item 8 Executive Officer

Bryce Bradley is knowledgeable about the material change and the Report and may be contacted (604) 349-8119.

Item 9 Date of Report

November 20, 2018