

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

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

Gabriel Resources Ltd. (“**Gabriel**” or the “**Company**”)  
Suite 200-204  
Lambert Street  
Whitehorse, Yukon  
Canada Y1A 1Z4

**Item 2 - Date of Material Change**

July 27, 2021

**Item 3 - News Release**

A news release announcing the material change was disseminated to the market through Accesswire and filed on SEDAR on July 27, 2021.

**Item 4 - Summary of Material Change**

On July 27, 2021, the Company announced that Romania’s request to list Roşia Montană as a UNESCO World Heritage Site was approved by UNESCO's World Heritage Committee. Accordingly, the “Roşia Montană Mining Cultural Landscape”, an area covering the footprint of Gabriel’s gold and silver project at Roşia Montană (“**Project**”), has been inscribed by UNESCO (the United Nations Educational, Scientific and Cultural Organization) on its World Heritage List (“**Inscription**”) and added to its List of World Heritage in Danger

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

As previously disclosed, in February 2020, the Romanian government reactivated the procedure to list the “Roşia Montană Mining Cultural Landscape” as a UNESCO World Heritage site (“**UNESCO Application**”), an initiative that was started in February 2016 but subsequently postponed at the request of the Romanian government pending completion of the ongoing ICSID arbitration claim brought by Gabriel against Romania (“**ICSID Arbitration**”).

The UNESCO Application was strongly opposed by the local communities in and around Roşia Montană, a fact that has been publicly acknowledged by Romanian government ministers. Moreover, such application and the Inscription are fundamentally incompatible with the rights the Gabriel group acquired to develop the Project and the continued existence of an exploitation mining license for the Project area. These acts, promoted by the Romania government, ignore the existing and valid decisions of the Romania’s Ministry of Culture removing the vast majority of the Project area’s status as a protected archaeological site and clearing the area for mining activities. Furthermore, most of the cultural heritage for which protection is sought through the UNESCO Application and which was identified by the extensive archaeological research programs funded by Gabriel, would have been protected in any event by the Project irrespective of the Inscription.

Despite the pursuit of the ICSID Arbitration, Gabriel has repeatedly confirmed its desire to reach an amicable resolution that would allow for the development of the Project, as well as the advancement of the rights acquired in connection with the promising Bucium mineral deposits. Gabriel believes that permitting the Project, a carefully planned, sustainable and modern mining development, would have been the best way to safeguard the significant cultural heritage of the Roşia Montană area and to clean-up the vast environmental pollution that besieges Roşia Montană’s landscape today as a consequence of unregulated historical State mining. The Project would have also generated tremendous economic benefits for Romania and its citizens and thousands of much needed jobs.

To this end, the Company strongly urged the Romanian government not to follow through with the UNESCO Application in order to preserve the possibility of an eventual amicable resolution of the ICSID Arbitration dispute that would allow for the development of the Project - the Inscription materially undermines that possibility.

The UNESCO Application and the subsequent Inscription are fundamentally at odds with Romania's obligations under its investment treaties in relation to Gabriel's investments and these acts, together with other measures taken by Romania, further evidence Romania's political repudiation of the Project and its joint venture with Gabriel.

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

Not applicable.

**Item 7 - Omitted Information**

No information has been omitted from this report.

**Item 8 - Executive Officer**

The name of the executive officer of Gabriel who is knowledgeable about this material change and this report is Richard Brown, Chief Financial Officer, who can be reached at +44 774 876 0276.

**Item 9 - Date of Report**

August 3, 2021