

**FORM 51-102F3
Material Change Report**

1. Name and Address of Company:

San Lorenzo Gold Corp. (the "Company" or "San Lorenzo")
700, 903 - 8th Avenue SW
Calgary, Alberta T2P 0P7

2. Date of Material Change(s):

September 13, 2023

3. News Release:

A news release relating to the material changes described herein was released via the facilities of Accesswire on September 14, 2023.

4. Summary of Material Change(s):

San Lorenzo announced that it completed the previously announced (August 25, 2023, September 13, 2023) non-brokered private placement of units of the Company ("Units") at a price of \$0.12 per Unit (the "Offering"). The Company closed on the maximum Offering of \$1,000,000 and issued 8,333,333 Units.

5. Full Description of Material Change:

5.1 Full Description of Material Change

See attached Schedule "A" for further details regarding the news release disseminated.

5.2 Disclosure for Restructuring Transactions

Not applicable.

6. Reliance on Subsection 7.1(2) of National Instrument 51-102 *Continuous Disclosure Obligations*:

Not applicable.

7. Omitted Information:

Not applicable.

8. Executive Officer Knowledgeable of Material Change:

John Aihoshi
jaihoshi@sanlorenzogold.com
(403) 617-9169

9. Date of Report:

September 20, 2023

SCHEDULE "A"

(see attached)



SAN LORENZO GOLD

San Lorenzo Completes Private Placement

CALGARY, AB / ACCESSWIRE / September 14, 2023 / San Lorenzo Gold Corp. ("**San Lorenzo**" or the "**Company**") (TSXV: SLG) (OTCQB: SNLGF) is pleased to announce that it has completed the previously announced (August 25, 2023, September 13, 2023) non-brokered private placement of units of the Company ("**Units**") at a price of \$0.12 per Unit (the "**Offering**"). The Company closed on the maximum Offering of \$1,000,000 and issued 8,333,333 Units. Each Unit is comprised of one common share of the Company (each, a "**Common Share**") and one Common Share purchase warrant (each, a "**Warrant**"), with each Warrant entitling the holder to purchase an additional Common Share for \$0.18 for 18 months from the closing date.

The Company intends to use the proceeds from the Offering as follows: costs related to the next phase of exploration including drilling: \$750,000, costs of the Offering: \$50,000, costs related to previous drilling: \$100,000 with the remainder being allocated to working capital.

Pursuant to the Offering, San Lorenzo paid cash commissions to qualified non-related parties in the amount of \$32,646 and issued 272,050 broker warrants, each broker warrant entitling the holder to acquire one Common Share at a price of \$0.12 per Common Share for a period of 18 months from the date of issuance.

Completion of the Offering is subject to regulatory approval including, but not limited to, final approval of the TSX Venture Exchange. The Common Shares and Warrants issued under the Offering are subject to a four month and a day hold period from the date of the closing of the Offering.

For further information on the Company, readers are referred to the Company's website at www.sanlorenzogold.com and its Canadian regulatory filings on SEDAR+ at www.sedarplus.ca.

About San Lorenzo Gold Corp.

San Lorenzo Gold is involved in the exploration and advancement of mineral properties. The Company currently has three 100% owned properties in Chile: Salvadora, Nancagua and Punta Alta.

The Salvadora property is subject of a recent drill program. The property is on trend with the El Salvador mine located 15km to the NW, which has been in production for over 60 years. The Salvadora property has 5 zones of interest with only 3 having been drilled to date. It is being explored for large scale copper-gold porphyry targets and high-grade epithermal gold-silver-copper vein systems.

Nancagua is a high grade mesothermal gold-silver prospect and Punta Alta is an IOCG prospect with related disseminated and vein style copper-gold-silver-cobalt mineralization.

For further information, please contact:

Gordon Aldcorn, VP Corporate Development

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SAN LORENZO GOLD

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this news release.

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Cautionary Note Regarding Forward-Looking Information

This press release may contain forward-looking information that involves substantial known and unknown risks and uncertainties, most of which are beyond the control of San Lorenzo. All statements included herein other than statements of historical fact, including statements pertaining to receipt of regulatory approvals and the proposed use of proceeds, are forward-looking information. Such forward-looking information involves various risks and uncertainties, including the risk that the TSX Venture Exchange does not provide final approval of the private placement. There can be no assurance that such information will prove to be accurate, and actual results and future events could differ materially from those anticipated in such information. Any forward-looking statements are made as of the date of this release and, other than as required by applicable securities laws, San Lorenzo does not assume any obligation to update or revise them to reflect new events or circumstances.