

MATERIAL CHANGE REPORT

TO: British Columbia Securities Commission
Alberta Securities Commission

Item 1. Name and Address of Company

Cosigo Resources Ltd.
3854 Cadboro Bay Rd
Victoria, British Columbia
V8N 4G4

Item 2. Date of Material Change:

May 27, 2022

Item 3. News Release

The press release was issued on May 27, 2022 in Vancouver, Canada.

Item 4. Summary of Material Change

The Company announced a private placement of up to CAD \$500,000. The financing will consist of units priced at 8 cents with a full warrant priced at 12 cents.

Item 5. Full Description of Material Change

The Company announced a private placement of up to CAD \$500,000. The financing will consist of units priced at 8 cents with a full warrant priced at 12 cents. Each full warrant will entitle the holder to purchase an additional common share at a price of 12 cents for a period of 12 months from the date of closing of the private placement. This private placement is being offered on a non-brokered basis and the units will be subject to a statutory hold period of four months and a day from the closing date of the offering. The Company may pay a finder's fee of up to 6 per cent on a portion of the gross proceeds of the private placement. The offering remains subject to regulatory approval.

The Company intends to use the net proceeds of the Offering to conduct prospecting, mapping and sampling on the Company's Taraira property, the Willow Creek Nevada property and for general working capital.

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

Not applicable. This report is not being filed on a confidential basis.

Item 7. Omitted Information

Not applicable.

Item 8. Executive Officer

Andy Rendle
Director and COO
Telephone: (250) 4777748

Item 9. Date of Report

Dated at Victoria, British Columbia this 27th day of May, 2022.