

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Eminent Gold Corp. (“**Eminent**” or, the “**Company**”)
Suite 1740, 1177 West Hastings Street
Vancouver, BC
V6E 2K3

Item 2 Date of Material Change

June 3, 2021

Item 3 News Release

A news release with respect to the material change referred to in this report was disseminated on June 4, 2021 and subsequently filed under the profile of the Company on SEDAR at www.sedar.com.

Item 4 Summary of Material Change

The Company has completed the previously announced private placement financing of shares for gross proceeds of \$3,070,800.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Company announced that further to its news release dated May 28, 2021, it has completed the previously announced private placement financing (the “**Financing**”) and has issued 4,386,858 common shares (each, a “**Share**”) at a price of \$0.70 per Share for gross proceeds of \$3,070,800. The Company paid finders’ fees of \$71,990 in relation to the Financing.

Proceeds from the Financing will be used for exploration activities and general working capital. The securities issued under the Financing are subject to a statutory hold period expiring on October 4, 2021.

The private placement was conducted in reliance upon certain exemptions from the prospectus requirements. The securities issued under the private placement will be subject to a hold period expiring four months and one day after the closing date. The common shares have not been and will not be registered under the U.S. Securities Act of 1933, as amended, and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements. This press release does not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of the common shares in any jurisdiction in which such offer, solicitation or sale would be unlawful.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7 Omitted Information

None.

Item 8 Executive Officer

Paul Sun
Chief Executive Officer and Director

Item 9 Date of Report

June 10, 2021