

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

Item 1. Name and Address

AuQ Gold Mining Inc. (the “**Company**”)
Suite 701 595 Howe St.
Vancouver, British Columbia
V6C 2T5, Canada

Item 2. Date of Material Change

August 24, 2023

Item 3. News Release

The news release describing the material change was disseminated on August 24, 2023 through Stockwatch and filed on SEDAR.

Item 4. Summary of Material Change

The Company announced that it has faced serious disruptions (due to both forest fires and supply chain disruptions arising from commandeering of helicopters and other technical support by local firefighters) to access its Quebec minerals projects. Accordingly, management of the Company has been seeking other opportunities to complete its flow through expenditures commitment. In furtherance of that effort, the Company has agreed to earn a 50% interest in the Nabikok Lithium Exploration Project held by True North Gems Inc. (TGX-TSXV) by expending a total of \$600,000 over three years, of which \$100,000 must be spent in the first year

Item 5. Full Description of Material Change

5.1 *Full Description of Material Change*

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The Company has organized a crew to get on the property next week, in order to expedite its flow through expenditure commitment.

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

No information has been omitted in respect of this material change.

Item 8. Executive Officer

The following executive officer of the Company is knowledgeable about the material change disclosed in this report and may be contacted as follows:

Glen Macdonald, Chief Executive Officer
Telephone: (604) 719-8129

Item 9. Date of Report

August 25, 2023.