

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

ITEM 1 Reporting Issuer

K9 Gold Corp. ("K9 Gold" or the "Company")
Suite 300-1455 Bellevue Ave
West Vancouver, B.C. V7T 1C3

ITEM 2 Date of Material Change

Effective date for material change report on October 31st, 2024

ITEM 3 News Release

A news release announcing the material change was disseminated on October 28th, 2024

ITEM 4 Summary of Material Change

K9 Gold Corp. is pleased to announce it has closed its Private Placement which was comprised of 1,428,570 units (the "Units") at a price of \$0.07 per Unit. Each Unit is comprised of one common share and one share purchase warrant (the "Warrants") exercisable for a period of five years from closing at an exercise price of \$0.10 per share.

The common shares comprising a portion of the Units, and any common shares issued upon exercise of Warrants, are subject to a four month Exchange hold period expiring on March 1st, 2025
Proceeds from the Additional Private Placement will be used for general working capital.

Two insiders participated in this financing for a total of 803,572 units.

No commissions were paid in conjunction with the Private Placement.

ITEM 5 Full Description of Material Change

See Schedule "A" attached for a copy of the news release announcing the material change.

ITEM 6 Reliance on Subsection 7.1(2) of National Instrument 51-102

N/A

ITEM 7 Omitted Information

N/A

ITEM 8 Executive Officer

Jeff Poloni, CEO (604) 662-8184

ITEM 9 Date of Report October

October 31, 2024



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CLOSING OF PRIVATE PLACEMENT FOR TOTAL PROCEEDS OF \$100,000

October 28, 2024 – K9 Gold Corp. (KNC: TSX-V) (5GP:GR: FSE) (WDFCF: OTC) (“K9” or the “Company”) is pleased to announce it has closed its Private Placement which was comprised of 1,428,570 units (the "Units") at a price of \$0.07 per Unit. Each Unit is comprised of one common share and one share purchase warrant (the "Warrants") exercisable for a period of five years from closing at an exercise price of \$0.10 per share.

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The Company is listed on the TSX Venture Exchange.

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 release.

Disclaimer for Forward-Looking Information

Certain statements in this release are forward-looking statements, which reflect the expectations of management regarding K9's intention to continue to identify potential transactions and make certain corporate changes and applications. Forward-looking statements consist of statements that are not purely historical, including any statements regarding beliefs, plans, expectations or intentions regarding the future. Such statements are subject to risks and uncertainties that may cause actual results, performance or developments to differ materially from those contained in the statements. No assurance can be given that any of the events anticipated by the forward-looking statements will occur or, if they do occur, what benefits K9 will obtain from them. These forward-looking statements reflect managements' current views and are based on certain expectations, estimates and assumptions which may prove to be incorrect. A number of risks and uncertainties could cause actual results to differ materially from those expressed or implied by the forward-looking statements, including K9's inability to identify transactions having satisfactory terms or at all and the results of exploration or review of properties that K9 does acquire. These forward-looking statements are made as of the date of this news release and K9 assumes no obligation to update these forward-looking statements,



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or to update the reasons why actual results differed from those projected in the forward-looking statements, except in accordance with applicable securities laws.