

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

GOLDSHORE RESOURCES INC. (the “Company”)
918 - 1030 West Georgia Street
Vancouver, BC V6E 2Y3

item 2 Date of Material Change

November 28, 2024

Item 3 News Release

A news release announcing the material change was disseminated on December 2, 2024 through NewsFile and subsequently filed on SEDAR+ and the OTCQB.

Item 4 Summary of Material Change

On December 2, 2024, the Company announced the appointment of David Stone to its Board of Directors (the “**Board**”), enhancing the Company's technical capabilities with his comprehensive mining engineering background. In parallel, the Company announced the retirement of Brandon Macdonald from the Board and would like to thank him for his service and wish him well in his future endeavors. The Company further announced the appointment of Sam Gibson as the Vice President of Corporate Development, adding significant depth and expertise to the Company's corporate development and capital markets capabilities.

Item 5.1 Full Description of Material Change

[SEE ATTACHED PRESS RELEASE](#)

5.2. Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Officer

Michael Henrichsen
President, CEO & Director
E: mhenrichsen@goldshorerresources.com

Item 9 Date of Report

December 4, 2024



Goldshore Adds Key Personnel to Support Project Advancement and Corporate Objectives

VANCOUVER, B.C., December 2, 2024: Goldshore Resources Inc. (TSXV: GSHR / OTC Markets: GSHRF / FSE: 8X00) (“Goldshore” or the “Company” or the “Corporation”) announces the appointment of David Stone to its Board of Directors (the “Board”), enhancing the Company's technical capabilities with his comprehensive mining engineering background. In parallel, the Company announces the retirement of Brandon Macdonald from the Board and would like to thank him for his service and wish him well in his future endeavors. The Company further announces the appointment of Sam Gibson as the Vice President of Corporate Development, adding significant depth and expertise to the Company's corporate development and capital markets capabilities.

“I am pleased to welcome both David Stone to our Board of Directors and Sam Gibson as our new VP of Corporate Development as we strengthen the technical and financial capabilities within the Company”, said Michael Henrichsen, Goldshore CEO. “David’s mining engineering skill set is a key addition to our Board and his guidance will be invaluable as we advance the Moss Deposit. Meanwhile, Sam’s experience in mining finance will be key in supporting our corporate objectives to advance the Moss Deposit at a rapid pace within the current gold market. Together, they bring a broadened skill set to the Company to drive project advancement and value creation for our shareholders.”

Dr. David Stone, MBA, P.E. is a mining engineer whose career spans some 40+ years of engineering and financial consulting to underground and surface mining projects worldwide. He has managed multi-disciplinary project teams through pre-feasibility and feasibility level evaluations of development stage projects, and has contributed to the engineering, design and construction of several mines. Dr. Stone has held senior operating and board positions for several TSX Venture Exchange companies and acted as a senior technical advisor to Hunter Dickinson Inc. where his responsibilities included technical audits and evaluation of projects for acquisition, technical and financial due diligence, capital planning, and management of outside consultants and advisors. Dr. Stone's work experience includes scoping studies on the Lihir Mine in Papua New Guinea, one of the largest open pit gold mines in the world and the Mesquite Mine in California, one of the largest gold mines in the United States.

Sam Gibson is a finance professional with over a decade of experience in resource-focused institutional sales, investment banking and asset management. He most recently held the position of Director and Head of Mining Sales at National Bank Financial, where he was global lead on specialist mining coverage and instrumental in growing the firm's mining franchise into international markets. Mr. Gibson holds a Bachelor of Commerce degree from Dalhousie University.

Equity Grant

Goldshore's Board granted 6,950,000 incentive stock options (“Options”) and 2,637,500 restricted share units (“RSU”) to certain directors, officers, employees and consultants of the Company pursuant to the Company's omnibus incentive plan. The Options are exercisable at \$0.38 per share for a period of five (5) years and vest as follows: 1/3 on May 28, 2025, 1/3 on May 28, 2026 and 1/3 on May 28, 2027. The RSU's vest on November 28, 2025.

About Goldshore

Goldshore is a growth-oriented gold company focused on delivering long-term shareholder and stakeholder value through the acquisition and advancement of primary gold assets in tier-one jurisdictions. It is led by the ex-global head of structural geology for the world's largest gold company and backed by one of Canada's pre-eminent private equity firms. The Company's current focus is the advanced stage 100% owned Moss Gold Project which is positioned in Ontario, Canada, with direct access from the Trans-Canada Highway, hydroelectric power near site, supportive local communities and skilled workforce. The Company has invested over \$60 million of new capital and completed approximately 80,000 meters of drilling on the Moss Gold Project, which, in aggregate, has had over 235,000 meters of drilling. The 2024 updated NI 43-101 mineral resource estimate ("MRE") has expanded to 1.54 million ounces of Indicated gold resources at 1.23 g/t Au and 5.20 million ounces of Inferred gold resources at 1.11 g/t Au. The MRE only encompasses 3.6 kilometers of the 35+ kilometer mineralized trend, remains open at depth and along strike and is one of the few remaining major Canadian gold deposits positioned for fast track through this development cycle. For more information, please visit SEDAR+ (www.sedarplus.ca) and the Company's website (www.goldshorerresources.com).

For More Information – Please Contact:

Michael Henrichsen
President, Chief Executive Officer and Director
Goldshore Resources Inc.

E: mhenrichsen@goldshorerresources.com

W: www.goldshorerresources.com

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

Cautionary Note Regarding Forward-Looking Statements

This news release contains statements that constitute "forward-looking statements." Such forward looking statements involve known and unknown risks, uncertainties and other factors that may cause the Company's actual results, performance or achievements, or developments to differ materially from the anticipated results, performance or achievements expressed or implied by such forward-looking statements. Forward looking statements are statements that are not historical facts and are generally, but not always, identified by the words "expects," "plans," "anticipates," "believes," "intends," "estimates," "projects," "potential" and similar expressions, or that events or conditions "will," "would," "may," "could" or "should" occur. Forward-looking statements in this news release include, among others, statements relating to expectations regarding the exploration and development of the Moss Gold Project and other statements that are not historical facts.

By their nature, forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause our actual results, performance or achievements, or other future events, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Such factors and risks include, among others: exploration and development of the Moss Gold Project will not be undertaken as anticipated; the Company may require additional financing from time to time in order to continue its operations which may not be available when needed or on acceptable terms and conditions acceptable; compliance with extensive government regulation; domestic and foreign laws and regulations

could adversely affect the Company's business and results of operations; and the stock markets have experienced volatility that often has been unrelated to the performance of companies and these fluctuations may adversely affect the price of the Company's securities, regardless of its operating performance. The forward-looking information in this news release is based on management's reasonable expectations and assumptions as of the date of this news release, including that the Company's business and financial position and general economic conditions will not be adversely affected.

The forward-looking information contained in this news release represents the expectations of the Company as of the date of this news release and, accordingly, is subject to change after such date. Readers should not place undue importance on forward-looking information and should not rely upon this information as of any other date. The Company undertakes no obligation to update these forward-looking statements in the event that management's beliefs, estimates or opinions, or other factors, should change.