

Form 51-102F3
Material Change Report

1. Name and Address of Company

Gaia Metals Corp.
666 Burrard Street, Suite 500
Vancouver, BC, V6C 3P6

(the "Company")

2. Dates of Material Change(s)

December 2, 2020

3. News Release(s)

A news release was issued on December 3, 2020 and disseminated via Accesswire pursuant to section 7.1 of National Instrument 51-102.

4. Summaries of Material Changes

The Company announces the appointment of Blair Way as President of Gaia Metals Corp.

5. Full Description of Material Changes

News Release dated December 3, 2020– See Schedule "A"

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

Not applicable.

7. Omitted Information

No information has been omitted.

8. Executive Officer

Mr. Adrian Lamoureux, President and CEO of the Company, is knowledgeable about the material change contained herein and may be reached at (778) 945-2950.

9. Date of Report

This report is dated December 3, 2020.

SCHEDULE "A"
to the Material Change Report dated December 3, 2020

Gaia Metals Corp. Announces Appointment of Blair Way as President

Vancouver, BC, Canada, December 3rd, 2020 – Gaia Metals Corp. ("Gaia") (TSX.V: **GMC**) (OTCQB: **RGDCF**) (FSE: **R9G**) is pleased to announce the appointment of Blair Way as President of Gaia. Adrian Lamoureux will remain as CEO. The company further reports the results from its AGM. The five director nominees listed in Gaia's Management Information Circular, dated November 6th, 2020 were re-elected as directors of the company by shareholders at Gaia's Annual General Meeting ("AGM") held November 30th, 2020 in Vancouver. All other resolutions presented at the AGM were also approved as tabled.

Mr. Blair Way is an experienced international executive with over 35 years' experience within the resources and construction industry throughout Australasia, Canada, the United States, South America and Europe. A highly respected project developer in the most challenging of environs, Mr. Way's experience spans the complete mineral development cycle from early-stage exploration to project definition and studies culminating in implementation, commissioning and operations of mining projects. He started his career with major resource companies advancing late-staged projects, however the last decade has been focused on the earlier stage projects of public mid-tier and junior mining companies. Mr. Way has experience in a wide range of commodities including gold, copper, nickel, zinc, magnesium, graphite, cobalt, and lithium.

Mr. Way holds a Bachelor of Science (Geology) from Acadia University in Nova Scotia, Canada, an MBA from the University of Queensland, Australia, and is a Fellow of the Australasian Institute of Mining and Metallurgy.

Mr. Blair Way comments: *"I am pleased to be taking on a more active management role in the growth of Gaia Metals Corp. With a great portfolio of projects in excellent mining jurisdictions and our flagship Freeman Creek Gold Project in Idaho, we have a lot of excellent prospects to work with. I have known our CEO Adrian Lamoureux for many years and look forward to working closely with him and the rest of the team as we advance our exploration projects."*

Gaia's Board of Directors is comprised of Adrian Lamoureux, Blair Way, Dusan Berka, Todd Hanas, and Paul Chung.

Details of votes on all matters of business considered at the Annual Meeting will be available in the company's report of voting results filed on SEDAR (www.sedar.com).

About Gaia Metals Corp.

Gaia Metals is a Canadian mineral exploration and development company with exploration projects in Canada and the United States.

For further information, please contact Adrian Lamoureux, CEO at Tel: 778-945-2950, E-mail: adrian@gaiametalscorp.com or visit www.gaiametalscorp.com.

On Behalf of the Board of Directors,
"ADRIAN LAMOUREUX"
Adrian Lamoureux, CEO