

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Issuer

Sitka Gold Corp. (the “Issuer”)
1500 – 409 Granville Street
Vancouver, BC V6T 1T2

Item 2 Date of Material Change

December 20, 2019

Item 3 News Release

The Issuer disseminated a news release December 20, 2019.

Item 4 Summary of Material Change

The Company Amends IPO Warrant Terms

Item 5 Full Description of Material Change

The Company announced that it has received CSE approval for the repricing and extension of 3,000,000 warrants expiring on January 30, 2020 (the “Warrants”). The exercise price of the Warrants will change from \$0.30 to \$0.20 per share and the exercise date of the Warrants will be extended from January 30, 2020 to July 30, 2020.

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

Not applicable.

Item 7 Omitted Information

No information has been omitted on the basis that it is confidential information.

Item 8 Executive Officer

Corwin Coe, Chief Executive Officer
Phone: 1-604-817-4753

Item 9 Date of Report

December 20, 2019

SITKA GOLD CORP

NEWS RELEASE
December 20th, 2019
NR 19-15

www.sitkagoldcorp.com

Sitka Gold Amends IPO Warrant Terms

VANCOUVER, CANADA – December 20th, 2019: Sitka Gold Corp. (“Sitka” or the “Company”) (CSE:SIG) (FSE:1RF) announces that it has received CSE approval for the repricing and extension of 3,000,000 warrants expiring on January 30, 2020 (the “**Warrants**”). The exercise price of the Warrants will change from \$0.30 to \$0.20 per share and the exercise date of the Warrants will be extended from January 30, 2020 to July 30, 2020.

About Sitka Gold Corp.

Sitka Gold Corp. is a mineral exploration company headquartered in Canada and managed by a team of experienced mining industry professionals. The Company is focused on exploring for economically viable mineral deposits with its primary emphasis on gold, silver and copper mineral properties of merit. Sitka currently has an option to acquire a 100% interest in the RC Gold property in the Yukon, an option to acquire a 100% interest in the Burro Creek Gold property in Arizona and owns a 100% interest in its Coppermine River project in Nunavut and the Alpha Gold property in Nevada. Directors and Management own approximately 28% of the outstanding shares of Sitka Gold, a solid indication of their alignment with shareholders’ interests.

ON BEHALF OF THE BOARD OF DIRECTORS OF
SITKA GOLD CORP.

“Donald Penner”

President and Director

For more information contact:

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or

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or

Peter MacLean
Director
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The technical content of this news release has been reviewed and approved by Donald Penner, P.Geo, Director and President for the Company, and a Qualified Person as defined by National Instrument 43-101.

Cautionary and Forward-Looking Statements

This news release contains forward-looking statements and forward-looking information within the meaning of applicable securities laws. These statements relate to future events or future performance. All statements other than statements of historical fact may be forward-looking statements or information. Forward-looking statements and information are often, but not always, identified by the use of words such as “appear”, “seek”, “anticipate”, “plan”, “continue”, “estimate”, “approximate”, “expect”, “may”, “will”, “project”, “predict”, “potential”, “targeting”, “intend”, “could”, “might”, “should”, “believe”, “would” and similar expressions.

Forward-looking statements and information are provided for the purpose of providing information about the current expectations and plans of management of the Company relating to the future. Readers are cautioned that reliance on such statements and information may not be appropriate for other purposes, such as making investment decisions. Since forward-looking statements and information address future events and conditions, by their very nature they involve inherent risks and uncertainties. Actual results could differ materially from those currently anticipated due to

a number of factors and risks. These include, but are not limited to, the expected timing and terms of the private placement, use of proceeds, anticipated work program, required approvals in connection with the work program and the ability to obtain such approvals. Accordingly, readers should not place undue reliance on the forward-looking statements, timelines and information contained in this news release. Readers are cautioned that the foregoing list of factors is not exhaustive.

The forward-looking statements and information contained in this news release are made as of the date of this news release and no undertaking is given to update publicly or revise any forward-looking statements or information, whether as a result of new information, future events or otherwise, unless so required by applicable securities laws or the CSE. The forward-looking statements or information contained in this news release are expressly qualified by this cautionary statement.

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