

## MATERIAL CHANGE REPORT

**TO:** British Columbia Securities Commission  
Alberta Securities Commission

**Item 1. Name and Address of Company**

Golden Goliath Resources Ltd.  
910 – 688 West Hastings Street  
Vancouver, British Columbia  
V6B 1P1

**Item 2. Date of Material Change:**

December 8, 2020

**Item 3. News Release**

The press release was issued on December 8, 2020 in Vancouver, Canada.

**Item 4. Summary of Material Change**

The Company announced a private placement of up to \$500,000. The financing will consist of a combination of flow-through units priced at \$0.15 with a half warrant priced at \$0.25 and non flow-through units priced at \$0.12 with a full warrant priced at \$0.25.

**Item. 5 Full Description of Material Change**

The Company announced a private placement of up to \$500,000. The financing will consist of a combination of flow-through units priced at \$0.15 with a half warrant priced at \$0.25 and non flow-through units priced at \$0.12 with a full warrant priced at \$0.25. Each full warrant will entitle the holder to purchase an additional common share at a price of \$0.25 for a period of 24 months from the date of closing of the private placement.

This private placement is being offered on a non-brokered basis and the Units will be subject to a statutory hold period of four months and a day from the closing date of the Offering. The Company may pay a finder's fee of up to 5% on a portion of the gross proceeds of the private placement. The Offering remains subject to regulatory approval.

The Company intends to use the net proceeds of the Offering to increase by about 2,000m the size of the drillig program on the Company's Kwai property in the Red Lake mining district and to pay for an Induced Polarization survey over Beauregard Lake. The current drill program is fully funded for 6,000m and this financing would increase it to 8,000m.

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

Not applicable. This report is not being filed on a confidential basis.

**Item 7.        Omitted Information**

Not applicable.

**Item 8.        Executive Officer**

J. Paul Sorbara  
Director and CEO  
Telephone:     (604) 682-2950

**Item 9.        Date of Report**

Dated at Vancouver, British Columbia this 8<sup>th</sup> day of December, 2020.