

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

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

Galleon Gold Corp.  
161 Bay St. Suite 2700  
Toronto, Ontario  
M5J 2S1

**ITEM 2. Date of Material Change**

December 23, 2019

**ITEM 3. News Release**

A press release issued December 23, 2019 through Newsfile Corp and filed on Sedar

**ITEM 4. Summary of Material Change**

Galleon Gold completed its previously announced three-cornered amalgamation (the "Amalgamation") with Explor Resources Inc. ("Explor Resources"). In connection with the Amalgamation Galleon Gold has issued 95,198,612 common shares of Galleon Gold in exchange for all of the issued and outstanding shares of Explor Resources. The Amalgamation was announced on August 22, 2019 and the Amalgamation agreement was filed on Sedar on November 12, 2019.

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

See attached press release.

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

Not applicable.

**ITEM 7. Omitted Information**

None.

**ITEM 8. Executive Officer**

R. David Russell, President, CEO, Chairman. T. 416-644-0066

**ITEM 9. Date of Report**

December 27, 2019



FOR RELEASE December 23, 2019

## **Galleon Gold Announces Completion of Amalgamation with Explor Resources**

TORONTO: December 23, 2019. Galleon Gold Corp. (TSXV: GGO) (the “Company” or “Galleon Gold”) is pleased to announce that it has completed its previously announced three-cornered amalgamation (the “Amalgamation”) with Explor Resources Inc. (“Explor Resources”). In connection with the Amalgamation Galleon Gold has issued 95,198,612 common shares of Galleon Gold in exchange for all of the issued and outstanding shares of Explor Resources.

President and CEO, Mr. R. David Russell commented, “We are very pleased to be finishing 2019 on this high note. With the merger complete Galleon Gold now has several additional high-profile gold projects in Ontario and Quebec including the West Cache Gold Project (formerly Timmins Porcupine West). The West Cache Gold project will bring approximately one million ounces of gold resource into our gold portfolio (see press release dated August 22, 2019). We believe there is tremendous “Geological Blue Sky” to add additional gold ounces to the project as exploration advances next year. We look forward to 2020 and the continued development of Galleon Gold’s assets.”

### **About Galleon Gold**

Galleon Gold is a North American exploration and development company focused on advancing two projects in known mining camps, both with excellent infrastructure. The Neal Gold Project in Idaho is owned in partnership Eric Sprott and the West Cache Gold Project is located 13 km west of Timmins Ontario.

FOR FURTHER INFORMATION:

#### **Galleon Gold**

R. David Russell

Chairman and CEO

T. (416) 644-0066

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### Forward Looking Statements

Some of the statements contained herein may be forward-looking statements which involve known and unknown risks and uncertainties. Without limitation, statements regarding potential mineralization and resources, exploration results, expectations, plans, and objectives of Galleon Gold are forward-looking statements that involve various risks. The following are important factors that could cause Galleon Gold’s actual results to differ materially from those expressed or implied by such forward-looking statements:



changes in the world-wide price of mineral commodities, general market conditions, risks inherent in mineral exploration, risks associated with development, construction and mining operations, the uncertainty of future exploration activities and cash flows, and the uncertainty of access to additional capital. There can be no assurance that forward-looking statements will prove to be accurate as actual results and future events may differ materially from those anticipated in such statements. Galleon Gold undertakes no obligation to update such forward-looking statements if circumstances or management's estimates or opinions should change. The reader is cautioned not to place undue reliance on such forward-looking statements.

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