

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

Item 1. Name and Address of Company

King's Bay Resources Corp. (the "**Company**")
Suite 1450 – 789 West Pender Street
Vancouver, BC V6C 1H2

Item 2. Date of Material Change

April 22, 2021

Item 3. News Release

The News Release dated April 22, 2021 was disseminated by BayStreet and Stockwatch.

Item 4. Summary of Material Change

The Company announced the appointment of Mr. Dominic Verdejo to the Company's Board of Directors.

The Company also announced the resignation of Mr. Nicholas Rodway from the Board of Directors.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

The material change is fully described in Item 4 above and in the attached News Release which has been filed on SEDAR.

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. Executive Officer

Please contact Kevin Bottomley, President and Chief Executive Officer of the Company, at 604-681-1568.

Item 9. Date of Report

April 22, 2021



*NOT FOR DISSEMINATION OVER THE UNITED STATES NEWSWIRE OR FOR
DISTRIBUTION IN THE UNITED STATES.*

KING'S BAY ANNOUNCES CHANGE TO BOARD OF DIRECTORS

VANCOUVER, BRITISH COLUMBIA – April 22nd, 2021 – King's Bay Resources Corp. (**NEX: KBG.H**), (**FSE: KGB1**) (the "**Company**") is pleased to announce the appointment of Mr. Dominic Verdejo to the Company's Board of Directors.

Mr. Verdejo has over 12 years' experience in the venture capital markets, specializing in the design and implementation of market strategies and corporate development. He has particular expertise in the mineral exploration and development sector and has been involved in the building and financing of many successful public companies. Mr. Verdejo has held director and senior officer positions in several public companies. He was President and CEO of Kanadario Gold Corp. from November, 2017, to its eventual transition to G Mining Ventures Corp. in November, 2020. He is currently a director of Happy Supplements Inc., a position he has held since July 2018.

The Company also announces the resignation of Mr. Nicholas Rodway from the Board of Directors.

Kevin Bottomley, President & CEO, states "I welcome the addition of Mr. Verdejo to the Board of Directors. Dominic has proven his ability to lead and transition companies successfully over the years, and he will be a key member of our team as we continue to transition King's Bay. I would also like to personally extend my sincere thanks to Mr. Rodway for insight and support corporately on all aspects of our business, especially from a geological stand point. I wish Nicholas continued success particularly with Exploits Discory Corp. with it's focus on exploration and development in Newfoundland."

The appointment of Mr. Verdejo remains subject to TSX Venture Exchange acceptance.

About King's Bay

King's Bay is listed on the NEX board and is actively looking for a business opportunity.

On Behalf of the Board

Kevin Bottomley President & Chief Executive Officer
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E: Kevin@kingsbayres.com

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