

FORM 51-102F3
Material Change Report

Item 1. Name and Address of Company
Nevada Sunrise Gold Corporation (“Nevada Sunrise” or the “Company”)
Suite 408 – 1199 West Pender Street
Vancouver, BC
V6E 2R1

Item 2. Date of Material Change
October 29, 2018

Item 3. News Release
The News Release dated October 29, 2018 was disseminated via Cision Ltd.

Item 4. Summary of Material Change

Nevada Sunrise announced that it has closed its previously announced non-brokered private placement of units (the “Units”) at a price of \$0.05 per Unit (the “Offering”) with each Unit consisting of one common share of the Company (a “Share”) and one common share purchase warrant. Each whole warrant (a “Warrant”) will entitle the holder to purchase an additional common share (a “Warrant Share”) at an exercise price of \$0.10 for a period expiring on the earlier of two years following the closing date of the Offering.

Item 5.1 Full Description of Material Change

Nevada Sunrise announced that it has closed its previously announced non-brokered private placement of Units at a price of \$0.05 per Unit with each Unit consisting of one Share of the Company and one Warrant. Each Warrant will entitle the holder to purchase a Warrant Share at an exercise price of \$0.10 for a period expiring on the earlier of two years following the closing date of the Offering.

Nevada Sunrise placed 3,000,000 Units in the Offering for gross proceeds of \$150,000.

All securities issued in the Offering are subject to a four-month hold period during which time the securities may not be traded. The hold period expiry date for securities issued in the Offering is March 1, 2019.

The participation by Warren Stanyer, MDS Management Ltd. (Michael Sweatman) and MBP Management Ltd. (Brent Petterson) (collectively the "Insiders") in the Offering constitutes a related party transaction as each of the Insiders was an insider of the Company at the time the transaction was agreed to. However, such related party transaction is exempt from the formal valuation and minority approval requirements of Multilateral Instrument 61-101 - *Protection of Minority Security Holders in Special Transactions* ("MI 61-101") on the basis of the "Fair Market Value Not More Than 25% of Market Capitalization" exemptions contained in ss. 5.5(a) and 5.7(1)(a) of MI 61-101. In particular, at the time the transaction was agreed to, neither the fair market value of the Units to be acquired by each of the Insiders nor the fair market value of the consideration paid by each of the Insiders for such Units exceeded 25% of the Company's market capitalization.

The securities described herein have not been registered under the U.S. Securities Act of 1933, as amended, and may not be offered or sold in the United States unless registered under the Act or unless an exemption from registration is available.

Proceeds from the Offering will be used to fund the exploration of the Company's Nevada mineral properties and as general working capital.

Item 5.2 Disclosure for Restructuring Transaction

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

The following Executive Officer of the Company is available to answer questions regarding this report:

Warren Stanyer, President & CEO, 604-428-8028

Item 9. Date of Report

November 8, 2018