

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

- Item 1. Name and Address of Reporting Issuer
- Goldgroup Mining Inc. (the “Issuer”)
Suite 1201, 1166 Alberni Street
Vancouver, BC, Canada V6E 3Z3
- Item 2. Date of Material Change
- June 26, 2019
- Item 3. News Release
- A news release announcing the material change referred to in this report was issued on June 28, 2019.
- Item 4. Summary of Material Changes
- The Issuer announced the retirement of its Chairman, President and Chief Executive Officer of effective June 26, 2019 and appointed Interim CEO.
- Item 5. Full Description of Material Change
- The Issuer announced the retirement of Keith Piggott as Chairman, President and Chief Executive Officer (CEO) of the Issuer effective June 26, 2019, to further other interests and will continue to serve as a Director of the Issuer. Anthony Balic, the Issuer’s CFO, will become Interim CEO as the Issuer assesses the vacancy in the position.
- Item 6. Reliance on subsection 7.1(2) of National Instrument 51-102
- Not applicable.
- Item 7. Omitted Information
- Not applicable.
- Item 8. Executive Officer
- The name and business telephone number of an officer of the Issuer who is knowledgeable about the material change and this report is as follows:
- Anthony Balic
Interim CEO, Chief Financial Officer
& Corporate Secretary
Phone: 604-312-2425
- Item 9. Date of Report
- June 28, 2019