

FORM 51-102F3
Material Change Report

ITEM 1. NAME AND ADDRESS OF COMPANY

Carlin Gold Corporation (the "Company")
Suite 320 – 800 W. Pender St., Vancouver, British Columbia, V6C 2V6

ITEM 2. DATE OF MATERIAL CHANGE

February 20, 2018

ITEM 3. NEWS RELEASE

Issued February 20, 2018 and distributed through the facilities of Marketwired and SEDAR.

ITEM 4. SUMMARY OF MATERIAL CHANGE

The Company announced the termination of its exploration agreement with Barrick Gold Corporation on the Cortez Summit property.

ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE

See attached news release.

ITEM 6. RELIANCE ON SUBSECTION 7.1(3) OF NATIONAL INSTRUMENT 51-102

Not applicable.

ITEM 7. OMITTED INFORMATION

No information has been omitted on the basis that it is confidential information.

ITEM 8. EXECUTIVE OFFICER

Contact: Aris Morfopoulos, Chief Financial Officer
Telephone: (604) 721-2650

ITEM 9. DATE OF REPORT

DATED at Vancouver, British Columbia, this 20th day of February, 2018.

CARLIN GOLD CORPORATION

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February 20, 2018

TSX.V: CGD

NEWS RELEASE

Agreement on Cortez Summit Property Terminated

Vancouver, British Columbia - Carlin Gold Corporation (TSX Venture, CGD), ("Carlin" or the "Company") announces that Barrick Gold Exploration ("Barrick") has terminated the Exploration and Earn-in agreement on Carlin's Cortez Summit property ("Cortez Summit" or the "Property"), Eureka County, Nevada. In 2017 Barrick completed one vertical core hole, SJV17-D, to a depth of 5,171 ft. (1,577 m.) collared near the Fourmile structural zone in the southwest portion of the Property. This drill hole was collared in post-mineral Miocene basalt and encountered altered and mineralized upper plate Vinini strata at 283 ft. (86 m.). The hole continued in upper plate rocks to the base of the Roberts Mountain thrust at 4,234 ft. (1,291 m.) below which is an essentially complete section of the favorable carbonate host rocks.

The Company thanks Barrick for their work, and continues to believe that Cortez Summit is an excellent mining exploration opportunity. This view is supported by the existence of multiple additional quality targets on Cortez Summit which is located within one of the most well-endowed gold regions in North America. Drilling to date by Carlin and Barrick has tested only a small portion of ground in the southwest corner of the 4 square mile Property, and SJV-17-1D is the only hole to have fully penetrated the favorable lower plate section. Hornfels alteration in upper plate rocks, likely produced by the thermal effects of the nearby Jurassic age Mill Canyon quartz monzonite stock, has been encountered in most of the Carlin/Barrick drill holes. The thermal contact zone around the stock plays an important role in Barrick's high grade success at their Fourmile target (below). Carlin is encouraged that this geological environment appears to extend east onto Cortez Summit and into the influence of the northwest trending Fourmile structural zone target. Carlin remains encouraged by the potential at Cortez Summit, and is evaluating future plans.

Cortez Summit is contiguous with Barrick claims on all sides and on the west boundary (Goldrush side) adjoins the new Fourmile exploration target area described by Barrick in its February 22, 2016 News Release. Two high grade holes drilled by Barrick in 2015 at their Fourmile target north of the Goldrush resource further enhanced the potential at Cortez Summit. Barrick states that these holes have encountered mineralization "well above the average grade of the indicated and inferred resources at Goldrush", for example 14.3 meters (m.) grading 31.7 grams per tonne (gpt). and 5.8m. grading 49.6 gpt. (Barrick Feb. 22, 2016 news release). These high grade intervals are reported by Barrick as being in the favorable lower plate carbonate stratigraphy within the thermal contact zone surrounding the Mill Canyon stock.

About Cortez Summit

The Company's 100% owned Cortez Summit Property consists of 142 unpatented claims centrally located on the Cortez Trend, in what is currently one of the most active gold exploration areas in Nevada. The Cortez Trend contains a major gold endowment that exceeds 50 million oz. total gold produced, reserves and resources (Nevada Bureau of Mines and Geology annual mineral reports, Barrick annual reports). Cortez Summit is located within one kilometer of Barrick's 11.5 million ounce Goldrush resource, of which 9.6 million oz. grading 9.6 gpt are reported to be in the measured and indicated category (Barrick 2016 Q4 Report).

As previously reported, hole SJV17-1D encountered a 592 ft. (180 m.) interval of highly anomalous arsenic at 328-920 ft. (100-280 m.) averaging 480 ppm, with strongly anomalous Carlin-style pathfinder elements including mercury (to 17 ppm), antimony (to 173 ppm) and thallium (to 6.3 ppm). Gold values include a 10 ft. (3 m.) wide zone at 694-704 ft. (211-214 m.) grading 2.6 gpt. This thick anomalous interval is contained in upper plate rocks consisting of variably clay-altered, iron-oxide stained, brecciated hornfels and lesser mudstone/siltstone, with the most intense clay alteration and iron-oxide development at 652-798 ft. (199-243m.). Modest zones of anomalous

arsenic and thallium occur further down the hole, including a 415 ft. (127 m.) interval of anomalous thallium straddling the base of the Roberts Mountain Thrust. Minor, local zones of brecciation, carbon development, and minor decalcification were also observed in the lower plate carbonate section. However, no significant gold mineralization was encountered.

About Carlin

In addition to Cortez Summit, Carlin owns two additional properties in northern Nevada with sediment hosted gold exploration targets. The JDS property consists of 77 100% owned unpatented claims located in Eureka County, approximately 13 miles southeast of Cortez Summit. The Willow property consists of 89 100% owned unpatented claims located in northeast Nevada, northwest of the Long Canyon gold discovery in the Pequop Mountains, owned by Newmont Mining Corporation. The Company also controls, in a 50-50 joint venture with Constantine Metal Resources, Ltd., over six hundred square kilometers of claims covering precious metal and base metal targets in the Selwyn Basin, Yukon.

"K. Wayne Livingstone"

K. Wayne Livingstone,
President and Chief Executive Officer

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Notes:

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this news release.

Robert Thomas CPG, Vice President of Carlin and a qualified person as defined by Canadian National Instrument 43-101, has reviewed and approved the technical information contained in this news release on behalf of the Company.

Forward looking statements: This news release includes certain "forward-looking information" within the meaning of Canadian securities legislation and "forward-looking statements" within the meaning of the United States Private Securities Litigation Reform Act of 1995 (collectively "forward looking statements"). Forward-looking statements include predictions, projections and forecasts and are often, but not always, identified by the use of words such as "seek", "anticipate", "believe", "plan", "estimate", "forecast", "expect", "potential", "project", "target", "schedule", "budget" and "intend" and statements that an event or result "may", "will", "should", "could" or "might" occur or be achieved and other similar expressions and includes the negatives thereof. All statements other than statements of historical fact included in this news release are forward-looking statements that involve various risks and uncertainties. There can be no assurance that such statements will prove to be accurate and actual results and future events could differ materially from those anticipated in such statements

Forward-looking statements are based on a number of material factors and assumptions. Important factors that could cause actual results to differ materially from Carlin's expectations include further exploration results from the Cortez Summit Property, changes in project parameters as plans continue to be refined, results of future resource estimates, future metal prices, availability of capital and financing on acceptable terms, general economic, market or business conditions, uninsured risks, regulatory changes, defects in title, availability of personnel, materials and equipment on a timely basis, accidents or equipment breakdowns, delays in receiving government approvals, unanticipated environmental impacts on operations and costs to remedy same, and other exploration or other risks detailed herein and from time to time in the filings made by the Company with securities regulators. Although the Company has attempted to identify important factors that could cause actual actions, events or results to differ from those described in forward-looking statements, there may be other factors that cause such actions, events or results to differ materially from those anticipated. There can be no assurance that forward-looking statements will prove to be accurate and accordingly readers are cautioned not to place undue reliance on forward-looking statements.