

**NOTICE OF CHANGE IN CORPORATE STRUCTURE**  
**(Pursuant to section 4.9 of NI 51-102)**

**1. The names of the parties to the Transaction**

American Eagle Gold Corp. ("**American Eagle**") and OreFinders Resources Inc. ("**OreFinders**").

**2. Description of the Transaction**

OreFinders completed a "spin-out" of American Eagle whereby, pursuant to a plan of arrangement (the "**Arrangement**") under the *Business Corporations Act* (British Columbia) involving OreFinders, its shareholders, and American Eagle, as approved by the Supreme Court of British Columbia on April 8, 2021, each existing shareholder of OreFinders exchanged their shares of OreFinders for: (a) one new common share of OreFinders for each one existing share of OreFinders held; and (b) such shareholder's pro rata portion of 5,000,000 common shares of American Eagle held by OreFinders (being approximately one common share of American Eagle for every 44.50 shares of OreFinders held on the effective date of the Arrangement).

After completion of the Arrangement, OreFinders continues to hold 5,000,000 common shares of American Eagle, representing approximately 8.86% of the issued and outstanding shares of American Eagle.

A full description of the transaction can be found in the management information circular of OreFinders dated May 6, 2021, available on OreFinders' SEDAR profile.

**3. Effective Date of Transaction**

April 26, 2021.

**4. Reporting Issuer Status**

OreFinders continues to be a reporting issuer in British Columbia, Alberta and Ontario. As a result of the Arrangement, American Eagle became a reporting issuer in British Columbia, Alberta and Ontario. American Eagle is a "venture issuer", as such term is defined in NI 51-102.

**5. Financial Year and Financial Markets**

The date of American Eagle's first financial year-end subsequent to the Arrangement is December 31, 2021 and is required to file:

- interim financial reports in respect of the Q1 period ended March 31, 2021, which will be due May 30, 2021 (year-to-date and current quarter under review);
- interim financial reports in respect of the Q2 period ended June 30, 2021 (year-to-date and current quarter under review);
- interim financial reports in respect of the Q3 period ended September 30, 2021 (year-to-date and current quarter under review) and

- audited annual financial statements for year ended December 31, 2021.

## 6. Documents filed

The management information circular of OreFinders dated March 6, 2021 is available on SEDAR ([www.sedar.com](http://www.sedar.com)) under OreFinders' SEDAR profile.

DATED this 26th day of April, 2021.

### **OREFINDERS RESOURCES INC.**

Per:

*"Alexander Stewart"*  
Alexander Stewart  
Director