

Form 51-102F3
Material Change Report

Item 1. Name and Address of Company

Skeena Resources Ltd. (the “Company” or “Skeena”)
Suite 650 – 1021 West Hastings St.
Vancouver, BC V6E 0C3

Telephone: (604) 684-8725

Item 2. Date of Material Change

November 7, 2017.

Item 3. News Release

The news release announcing the material change was issued at Vancouver, British Columbia on November 8, 2017 and was disseminated via Nasdaq and was filed on SEDAR.

Item 4. Summary of Material Change

Skeena Resources Limited (TSX.V: **SKE**) (“Skeena” or the “Company”), issued 2,884,059 common shares in accordance with the 2015 Agreement for the Purchase of the GJ Property.

Item 5. Full Description of Material Change

On November 7, 2017, the Company issued an aggregate of 2,884,059 common shares, with a total deemed value of C\$1.5 million, based on the trailing 10-day volume-weighted average price to November 3, 2017, in accordance with the 2015 Agreement for the Purchase of the GJ Property. 1,413,189 shares were issued to AuRico Metals Canadian Royalty Partnership and 1,470,870 shares were issued to Teck Resources Limited. All shares issued are subject to a hold period expiring March 8, 2018.

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

Walter Coles, Jr., President and CEO, Tel No: 604-684-8725

Item 9. Date of Report

Dated at Vancouver, BC, this 8th day of November, 2017.