

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

October 17, 2017.

Item 3. News Release

The news release announcing the material change was issued at Vancouver, British Columbia on October 17, 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”), closed the second and final tranche of the strategic investment. Together with the first tranche, gross proceeds of \$6,000,000 were raised.

Item 5. Full Description of Material Change

For the second and final tranche, total gross proceeds of \$3,000,000 were raised from the sale of 41,666,668 flow through units at a price of \$0.072 per unit. Together with the first tranche, gross proceeds of \$6,000,000 were raised. Each flow-through unit consisted of one flow-through common share of the Company, and one-half of one warrant of the Company at a price of \$0.10 for two years, subject to a statutory hold period of four months and one day from the date of the closing.

Funds raised from this financing will be used to fund the ongoing exploration programs. A total of \$420,000 was paid in finder’s fees.

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 18th day of October, 2017.