

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

December 9, 2019.

Item 3. News Release

The news release announcing the material change was issued at Vancouver, British Columbia on December 9, 2019 and was disseminated via Accesswire and was filed on SEDAR.

Item 4. Summary of Material Change

On December 9, 2019, Skeena Resources Limited (TSX.V: **SKE**) (“Skeena” or the “Company”), has closed the first tranche of a non-brokered flow-through private placement offering announced on November 25, 2019.

Item 5. Full Description of Material Change

On December 9, 2019, the Company announced, subject to acceptance of the TSX-Venture Exchange, that it has closed the first tranche of the non-brokered flow-through private placement offering announced on November 25, 2019. Skeena collected gross proceeds of C\$11,080,000.72 from the sale of 13,512,196 flow-through shares at a price of C\$0.82 per share. The Company expects to close the balance of the offering by the end of December 2019.

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 9th day of December 2019.