FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

GoldON Resources Ltd. (the "Company")
Suite 416, 108 – 800 Kelly Road
Victoria, BC, V9B 6J9

Item 2: Date of Material Change

November 16, 2015

Item 3: News Release

A news release was issued November 16, 2015 at Victoria, British Columbia and was disseminated by FSCWire.

Item 4: Summary of Material Change

Effective at the opening of trading on Wednesday, November 18, the Company's share capital will begin trading on a post-consolidated basis.

Item 5: Full Description of Material Change

Effective at the opening of trading on Wednesday, November 18, the Company's share capital will begin trading on a post-consolidated basis.

Letters of transmittal describing the process by which shareholders may obtain new certificates representing their consolidated shares were mailed to registered shareholders. Shareholders who hold their shares through a broker or other intermediary and do not have shares registered in their name will not be required to complete a letter of transmittal. No fractional shares will be issued under the share consolidation, and any fraction will be rounded to the nearest whole number.

The consolidation, previously announced on November 2, is on the basis of one new common share for every five old shares and the Company will have approximately

6,784,374 common shares issued and outstanding on a post-consolidation basis. All outstanding warrants and stock options will be adjusted accordingly to reflect the 1:5 share consolidation. The Company's name and trading symbol will remain unchanged.

Item 6: Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable

Item 7: Omitted Information

Not applicable

Item 8: Executive Officer

Michael Romanik, President and Chief Executive Officer
Telephone (204) 726-0151

DATED AT Victoria, British Columbia this 16th day of November, 2015.

GOLDON RESOURCES LTD.

Signed *"Glen Wallace"*

per Glen Wallace, MBA, CPA, CGA