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

February 12, 2016

Item 3: News Release

A news release was issued February 12, 2016 at Victoria, British Columbia and was disseminated by Canada Stockwatch.

Item 4: Summary of Material Change

The Company issued 84,735 common shares at a price of $0.06 per share in payment of $5,084.08 of accrued semi-annual interest.

Item 5: Full Description of Material Change

The Company issued 84,735 common shares at a price of $0.06 per share to Trelawney Mining and Exploration Inc. (a subsidiary of IAMGOLD Corporation) in payment of $5,084.08 of semi-annual interest accrued pursuant to its February 2014 promissory note. The shares in lieu of cash interest payment has been accepted by the TSX Venture Exchange and the shares are subject to a four-month hold period.

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 12th day of February, 2016.

GOLDON RESOURCES LTD.

Signed *"Glen Wallace"*

per Glen Wallace, MBA, CPA, CGA