FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1. **Name and Address of Company**

AURCREST GOLD INC. (the **"Company"** or **"AurCrest"**)
Suite 3600
22 Adelaide Street West
Toronto, ON M5H 4E3

Item 2. **Date of Material Change**

The material change occurred on December 4, 2020.

Item 3. **News Release**

The News Release as filed on SEDAR was disseminated on December 7, 2020 through ACCESSWIRE.

Item 4. **Summary of Material Change**

AurCrest announced the closing of a brokered private placement (the "Offering") with the issuance of 11,666,667 working capital units (the "WC Units") for $700,000 (the "WC Offering").

Item 5. **Full Description of Material Change**

Each WC Unit is priced at $0.06 and consists of one (1) common share and one-half (0.5) common share purchase warrant ("WC Warrant"). Each full WC Warrant entitles the holder to purchase one (1) common share (a "WC Warrant Share") at a price of $0.10 per WC Warrant Share until December 4, 2022.

The Issuer paid IBK Capital a commission of $49,000.00 cash and issued 1,166,666 broker warrant ("Broker Warrants"). Each Broker Warrant entitles the holder to acquire a WC Unit until December 4, 2022 at a price of $0.06 per Broker Warrant.

All securities issued under the WC Offering are subject to a statutory hold period expiring on April 5, 2021.

Item 6. **Reliance on Subsection 7.1(2) of National Instrument 51-102**

Confidentiality is not requested.

Item 7. **Omitted Information**

No information has been omitted in respect of the material change.

Item 8. **Executive Officer**

Christopher Angeconeb

(807) 737-5353
email: christopherangeconeb@gmail.com

Item 9. **Date of Report**

December 14, 2020