

**FORM 51-102F3**

**MATERIAL CHANGE REPORT**

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

Unigold Inc. ("Unigold" or the "Company")  
1800-372 Bay Street  
Toronto, Ontario M5H 2W9

**Item 2 Date of Material Change**

May 7, 2025

**Item 3 News Release**

A news release with respect to the material change referred to in this report was issued by the Company through Newswire on May 7, 2025.

**Item 4 Summary of Material Change**

The Company announced the closing of a non-brokered private placement of 1,832,500 units of the Company (the "Units") at a price of \$0.08 per Unit for gross proceeds of \$146,600.

**Item 5 Full Description of Material Change**

Please see attached Schedule A

**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**

Mr. Joseph Hamilton  
CEO, Unigold Inc.  
(416) 866-8157

**Item 9 Date of Report**

May 12, 2025

Schedule A

*[Please see attached]*



UNIGOLD INC.  
Ste. 1800 - 372 Bay St.  
Toronto, Canada, M5H 2W9  
T. (416) 866-8157  
[www.unigoldinc.com](http://www.unigoldinc.com)

PR No. 2025-03

## **Unigold Announces Closing of Non-Brokered Private Placement of \$146,600**

**Toronto, Ontario, May 7, 2025** – Unigold Inc. (“Unigold” or the “Company”) (TSX-V:UGD, OTCQX:UGDIF, FSE:UGB1) is pleased to announce that it has completed a non-brokered private placement of 1,832,500 units of the Company (each, a "Unit") at a price of \$0.08 per Unit for gross proceeds of \$146,600 (the "Offering"). Each Unit will consist of one common share of the Company (a "Common Share") and one-half of one common share purchase warrant (each whole common share purchase warrant, a "Warrant"). Each Warrant will entitle the holder thereof to purchase one Common Share at an exercise price of \$0.12 until four years following the date of issue.

No finders were paid in connection with this closing of the Offering. The proceeds from the Offering will be used to fund the Company's continued permitting and development on its Neita Sur Concession in the Dominican Republic, and for general working capital purposes. All securities issued under the Offering are subject to a four-month hold period. The Offering is subject to final acceptance of the TSX Venture Exchange.

The securities offered have not been registered under the U.S. Securities Act of 1933, as amended, and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements.

For further information please visit [www.unigoldinc.com](http://www.unigoldinc.com) or contact:

Mr. Joseph Hamilton  
Chairman & CEO  
T. (416) 866-8157

### **Forward-looking Statements**

Where applicable, we claim the protection of the safe harbour for forward- looking statements provided by the (United States) Private Securities Litigation Reform Act of 1995.

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.