

**FORM 51-102F3  
MATERIAL CHANGE REPORT**

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

Damara Gold Corp. (formerly Solomon Resources Limited), (the "Company" or "DMR")  
206 - 3500 Carrington Road  
West Kelowna, BC, V4T 3C1

**Item 2: Date of Material Change**

August 3, 2017

**Item 3: News Release**

The news release was disseminated through Stockwatch and Marketnews and filed on SEDAR.

**Item 4: Summary of Material Change**

Damara intends to complete a non-brokered private placement (the "Placement") of up to 5,000,000 units (the "Unit") at a price of \$0.05 per Unit. Each Unit will consist of one common share and one common share purchase warrant (the "Warrant"). Each Warrant will entitle the holder to purchase an additional common share of the Company at a price of \$0.10 for a period of 36 months following the closing of the Placement (the "Closing Date"). Proceeds from this financing shall be used for investigating project acquisitions and general corporate purposes.

It is anticipated that insiders will participate in the private placement on the same terms and conditions as arm's length subscribers.

Completion of the Placement is subject to TSX Venture Exchange approval. All securities issued in connection with the Placement will be subject to a hold period of four months plus a day from the Closing Date.

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

See attached news release for full description

**Item 6: Reliance on subsection 7.1(2) of National Instrument 51-102**

N/A

**Item 7: Omitted Information**

N/A

**Item 8: Executive Officer**

The following executive officer of the Company is knowledgeable about the material change disclosed in this report and may be contacted as follows:

Terese Gieselman, CFO  
Telephone: 250.768.1168

**Item 9: Date of Report**

August 10, 2017