

MATERIAL CHANGE REPORT

TO: British Columbia Securities Commission
Alberta Securities Commission

Item 1. Name and Address of Company

Golden Goliath Resources Ltd.
910 – 688 West Hastings Street
Vancouver, British Columbia
V6B 1P1

Item 2. Date of Material Change:

March 9, 2021

Item 3. News Release

The press release was issued on March 9, 2021 in Vancouver, Canada.

Item 4. Summary of Material Change

The Company announced a private placement of up to \$1-million. The financing will consist of a combination of flow-through units priced at 11.5 cents with a half warrant priced at 20 cents, and non-flow-through units priced at 10 cents with a full warrant priced at 20 cents.

Item. 5 Full Description of Material Change

The Company announced a private placement of up to \$1-million. The financing will consist of a combination of flow-through units priced at 11.5 cents with a half warrant priced at 20 cents, and non-flow-through units priced at 10 cents with a full warrant priced at 20 cents. Each full warrant will entitle the holder to purchase an additional common share at a price of 20 cents for a period of 24 months from the date of closing of the private placement. This private placement is being offered on a non-brokered basis and the units will be subject to a statutory hold period of four months and a day from the closing date of the offering. The Company may pay a finder's fee of up to 6 per cent on a portion of the gross proceeds of the private placement. The offering remains subject to regulatory approval.

The Company intends to use the net proceeds of the offering to increase the size of the drilling program on the Company's Kwai property in the Red Lake mining district. The current drill program is already fully financed.

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

Not applicable. This report is not being filed on a confidential basis.

Item 7. Omitted Information

Not applicable.

Item 8. Executive Officer

J. Paul Sorbara
Director and CEO
Telephone: (604) 682-2950

Item 9. Date of Report

Dated at Vancouver, British Columbia this 24th day of March, 2021.