

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

Item 1. Name and Address of Company

Desert Gold Ventures Inc.
4770 72 Street
Delta, BC
V4K 3N3

Item 2. Date of Material Change

July 29, 2019

Item 3. Report

On July 25, 2019, a press release relating to the material change was issued and disseminated through the services of Newsfile Corp.

Item 4. Summary Of Material Change

The Company announced that it has closed the second and final tranche of its non-brokered private placement (the "Financing"). This second and final tranche raised \$1,789,980 through the sale of a further 11,243,627 Units. Securities issued as a result of closing of this final tranche will be subject to a statutory hold period. In connection with closing this second and final tranche, the Company will pay finders' fees of \$64,274 and issue 1,016,102 non-transferable brokers warrants (a "Broker Warrant"). Each Broker Warrant entitles the holder to purchase one common share of the Company at a price of \$0.18 for a period of two (2) years. For the combined tranches, the Company raised a total of \$3,503,567 with the Financing oversubscribed by \$1,003,567.

Item 5. Full Description Of Material Change

The Company announced that is it has closed the second and final tranche of its non-brokered private placement (the "Financing"). In the First Tranche the Company raised proceeds of \$1,713,587 through the sale of 10,709,916 Units. This second and final tranche raised \$1,789,980 through the sale of a further 11,243,627 Units. Securities issued as a result of closing of this final tranche will be subject to a statutory hold period. In connection with closing this second and final tranche, the Company will pay finders' fees of \$64,274 and issue 1,016,102 non-transferable brokers warrants (a "Broker Warrant"). Each Broker Warrant entitles the holder to purchase one common share of the Company at a price of \$0.18 for a period of two (2) years. For the combined tranches, the Company raised a total of \$3,503,567 with the Financing oversubscribed by \$1,003,567.

Pursuant to the terms of the Financing, each Unit consists of one common share in the equity of the Company and one common share purchase warrant (a "Warrant"). Each Warrant entitles the holder to purchase one additional common share of the Company at a price of \$0.24 per share for a period of two (2) years from the closing of the Financing.

The proceeds of the Financing will be used for drilling and other exploration related activities at the Company's Senegal Mali Shear Zone Project in Western Mali ("SMSZ Project") and for general corporate purposes. The Financing is subject to final exchange approval.

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

Not applicable.

Item 7. Omitted Information

No information has been omitted on the basis that it is confidential information.

Item 8. Executive Officer

Jared Scharf, President and Director , at 1(858)247-8195

Item 9. Date of Report

July 30, 2019.