

BC FORM 51-102F3
Securities Act

MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

Galore Resources Inc.
19141 Stone Oak Pkwy #104
San Antonio, Texas
78258, USA

Item 2: Date of Material Change

September 5, 2018

Item 3: News Release

September 5, 2018, Vancouver, B.C.

Item 4: Summary of Material Change

The Issuer announces that it has arranged a non-brokered private placement to raise gross proceeds of up to CDN \$500,000 (the "Offering"). The private placement will consist of up to 10,000,000 units at a price of \$0.05 per unit (the "Units"), with each Unit consisting of one common share and one share purchase warrant (a "Warrant"). Each Warrant will entitle the holder to purchase one additional common share of the Company for a period of five years following closing of the Offering, at a price of \$0.08.

Item 5: Full Description of Material Change

Please see attached news release for further details.

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

Not applicable.

Item 7: Omitted Information

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

Item 8: Executive Officer

Mike McMillan, President & CEO. Tel: (210) 860-9212.

Item 9: Date of Report

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, this 6th day of September, 2018.

"Michael McMillan"

Signature

Michael McMillan

Name - please print

FOR IMMEDIATE RELEASE

September 5, 2018

GALORE ANNOUNCES A NON-BROKERED PRIVATE PLACEMENT

Vancouver, B.C., Galore Resources Inc. (TSX-V: GRI) is pleased to announce that it will begin a non-brokered private placement to raise gross proceeds of up to CDN \$500,000 (the “Offering”). The private placement will consist of up to 10,000,000 units at a price of \$0.05 per unit (the “Units”), with each Unit consisting of one common share and one share purchase warrant (a “Warrant”). Each warrant will be exercisable into one additional common share at a price of \$0.08 per share for a period of five years from the date of closing of the financing.

In connection with the private placement the Company may pay a finder’s fee in securities of the Company, as permitted by the policies of the TSX Venture Exchange.

The proceeds of the offering will be used to commence drilling the El Alamo claim and for general working capital. The securities issued pursuant to this Offering will be subject to a hold period under applicable securities laws, which will expire four months plus one day from the date of closing of the Offering. Closing of the Offering is subject to receipt of all necessary corporate and regulatory approvals, including approval of the TSX Venture Exchange.

Anyone interested in participating in the Offering is asked to please contact Mike McMillan, CEO @ (210) 860-9212 (USA) or by email to: mike@galorerresources.com in order to receive subscription documentation and instructions. The Company expects to close the financing over the course of the next couple of weeks. .

We thank our many stockholders for their continued support and we look forward to directing this Company to the future success we have all awaited.

ON BEHALF OF THE BOARD

“Michael McMillan”

President and CEO

To find out more about Galore Resources (TSX.V:GRI) please contact:
Mike McMillan at (210) 860-9212 (USA)

Please visit our website at www.galorerresources.com or contact us at mike@galorerresources.com.

Cautionary Statement

This document contains “forward-looking statements” within the meaning of applicable Canadian securities regulations. All statements other than statements of historical fact herein, including, without limitation, statements regarding exploration plans and other future plans and objectives, are forward-looking statements that involve various risks and uncertainties. There can be no assurance that such statements will prove to be accurate and future events and actual results could differ materially from those anticipated in such statements. Important factors that could cause actual results to differ materially from our expectations as well as a comprehensive list of risk factors are disclosed in the Company’s documents filed from time to time via SEDAR with the Canadian regulatory agencies to whose policies we are bound. Forward-looking statements are based on the estimates and opinions of management on the date the statements are made, and we do not undertake any obligation to update forward-looking statements should conditions or our estimates change, other than as required by law and readers are further advised not to place undue reliance on forward-looking statements.

Neither the 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.