FORM 51-102F3
MATERIAL CHANGE REPORT

ITEM 1. Name and Address of Company

Goliath Resources Limited
25 Adelaide Street East
Suite 1614
Toronto, Ontario M5C 3A1

ITEM 2. Date of Material Change

November 1, 2019

ITEM 3. News Releases

A press release in the form of Schedule A attached hereto was disseminated on November 1, 2019 via Globe Newswire and subsequently filed on SEDAR.

ITEM 4. Summary of Material Change

Goliath Resources Limited (TSX-V: GOT) (OTCQB: GOTRF) (FSE: B4IE) (the "Company" or "Goliath") announces it has closed the non-brokered private placement announced October 29, 2019 (**see release**) for a total of $500,000 in flow-through funding.

ITEM 5. Full Description of Material Change

5.1 Full Description of Material Change

See Schedule A.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

The following officer of the Company may be contacted for further information:

Roger Rosmus, Chief Executive Officer
(416) 488-2887 x222
roger@goliathresources.com

ITEM 9. Date of Report

This report is dated this 6th day of November, 2019.

Schedule A

Goliath Closes Non-Brokered Private Placement of $500,000 in Flow-Through Funding

TORONTO, Nov. 01, 2019 (GLOBE NEWSWIRE) -- **Goliath Resources Limited (TSX-V: GOT) (OTCQB: GOTRF) (FSE: B4IE) (the "Company or "Goliath")** announces it has closed the non-brokered private placement announced October 29, 2019 (**see release**) for a total of $500,000 in flow-through funding.

The flow-through placement was priced at $0.05 with no warrant. British Columbia residents and corporations are eligible for BC Super Flow Through of 30% from this offering, as well, individuals in British Columbia are also entitled to receive their 15% ITC Federal Tax Credit.

The Company paid a finder's fee of 7% cash and 7% finders warrants from a portion of the financing totaling $21,000 and 420,000 finders warrants priced at $0.07 for a twenty-four (24) month period respectively. The proposed private placement and finder's fees are subject to TSX Venture Exchange acceptance. The flow-through shares and the underlying non flow-through common shares of the finders warrants issued pursuant to this offering are subject to a four-month hold period from the closing date.

About Goliath

Goliath Resources Limited is a project generator of precious metals projects focused in the prolific Golden Triangle and surrounding area of northwestern British Columbia. It has four separate option agreements to acquire 100% of four highly prospective properties that include Bingo, Copperhead, Golddigger and Lucky Strike covering over 52,000 hectares.

These funds are currently earmarked for the newly drilled discovery of Au-Ag-Cu-Mo at the Lorne Creek Porphyry System on its Lucky Strike Property and High-Grade Polymetallic Gold Zone at the Sure Bet discovery on its Golddigger Property.

Further information regarding Goliath Resources Limited can be found at:
www.goliathresourcesltd.com

Contact Information:
Roger Rosmus
Chief Executive Officer
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General Disclaimer
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Forward-Looking Statements
This news release contains forward-looking statements, including but not limited to comments regarding predictions and projections. Forward-looking statements address future events and conditions and therefore involve inherent risks and uncertainties. Actual results may differ materially from those currently anticipated in such statements. The Company does not intend, and does not assume any obligation, to update these 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), nor the OTCQB Venture Market accepts responsibility for the adequacy or accuracy of this release.