

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

Equinox Gold Corp. (the “**Company**” or “**Equinox Gold**”) Suite 1501 – 700 West Pender Street
Vancouver, British
Columbia V6C 1G8

Item 2: Date of Material Change

July 31, 2026

Item 3: News Release

A news release announcing the material change was issued on July 31, 2026, through Globe Newswire (“**News Release**”). The News Release was filed on SEDAR+ at www.sedarplus.ca and EDGAR at www.sec.gov.

Item 4: Summary of Material Change

On July 31, 2026 (“**Closing Date**”), the Company completed its previously announced business combination pursuant to a court-approved plan of arrangement (“**Transaction**”) with Orla Mining Ltd. (“**Orla**”).

Item 5.1: Full Description of Material Change

On the Closing Date, the Company successfully completed its previously announced business combination with Orla, in which the Company acquired all of the issued and outstanding shares of Orla pursuant to a court-approved plan of arrangement.

On the Closing Date, Ross Beaty stepped down as Chairman of the board of directors of the Company (the “**Board**”) and was appointed Chairman Emeritus and Special Advisor to the Board. Chuck Jeannes was appointed incoming Chairman of the Board.

Darren Hall will retire from Equinox Gold effective October 31, 2026, after which Jason Simpson will assume the role of Chief Executive Officer (“**CEO**”).

Equinox Gold's reconstituted Board consists of: Chuck Jeannes (Chairman), Lenard Boggio (Lead Director), Tamara Brown, Omayya Elguindi, Douglas Forster, Darren Hall (CEO), Blayne Johnson, Rob Krcmarov, Jason Simpson (President), David Stephens and Mike Vint.

Item 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

Brendan DePoe
SVP General Counsel and Corporate Secretary
Telephone: 604-558-0560

Item 9: Date of Report

August 4, 2026