FORM 51-102F3

Material Change Report

ITEM 1. NAME AND ADDRESS OF COMPANY

NV Gold Corporation (the "**Company**")
580 Hornby Street, Suite 588
Vancouver, BC V6C 3B6

ITEM 2. DATE OF MATERIAL CHANGE

March 19, 2017.

ITEM 3. NEWS RELEASE

Issued on March 19, 2019 and disseminated through the facilities of Accesswire.

ITEM 4. SUMMARY OF MATERIAL CHANGE

The Company announced a non-brokered private placement of units of the Company for gross proceeds of up to CDN$750,000. The Company subsequently announced increases to the private placement to make it for up to CDN$1,060,500 (the "**Placement**"). The proceeds of the Placement will be used by the Company for the advancement of existing properties of the Company, potential acquisitions of new prooeties and for general working capital.

The Placement is now an offering of up to 8,837,500 units (the "**Units**") at CDN$0.12 per Unit. Each Unit consists of one Share and one-half of one Warrant exercisable at CDN$0.20 per share for 30 months from issue of the Units.

ITEM 5.1 FULL DESCRIPTION OF MATERIAL CHANGE

See attached news release.

Peter Ball, the President and COO and a director of the Company, has agreed to acquire, through his management company, 1,250,000 Units under the Placement. John E. Watson, the Chairman and CEO and a director of the Company, has agreed to acquire 600,000 Units under the Placement. Each of Odin Christensen, and Alfred Stewart, both directors of the Company, have agreed to acquire 210,000 Units under the Placement. Marcus Johnston, the Vice President, Exploration of the Company, has agreed to acquire 83,500 Units under the Placement Accordingly, the Placement is, to the extent of those subscriptions, a related party transaction under Multilateral Instrument 61-101 *Protection of Minority Security Holders in Special Transactions* ("**MI 61-101**").

As of the date of this report, Mr. Watson holds 5,758,434 common shares of the Company ("**Watson Shares**") representing 15.3% of the Company's issued and outstanding Shares. In addition, he holds common share purchase warrants entitling him to purchase 463,571 common shares of the Company and stock options to purchase an additional 275,000 common shares of the Company.

On completion of the Placement, Mr. Watson will hold 6,358,434 Shares, representing 13.7% of the Company's issued and outstanding Shares (assuming 8,836,833 of the Units are sold in the Placement). In addition, Mr Watson will hold Warrants to purchase another 763,571 Shares and options to purchase 275,000 Shares, or 15.6% of the Company's outstanding Shares on a partially-diluted basis (assuming the sale of 8,836,833 of the Units under the Placement and the exercise of only his 763,571 Warrants and his 275,000 options).

As of the date of this report, Mr. Ball holds no common shares of the Company ("**Ball Shares**") representing 0% of the Company's issued and outstanding Shares. In addition, he holds no common share purchase warrants entitling him to purchase common shares of the Company and stock options to purchase an additional 775,000 common shares of the Company.

On completion of the Placement, Mr. Ball will hold 1,250,000 Shares, representing 2.7% of the Company's issued and outstanding Shares (assuming 8,836,833 of the Units are sold in the Placement). In addition, Mr Ball will hold options to purchase 775,000 Shares, or 5.5% of the Company's outstanding Shares on a partially-diluted basis (assuming the sale of 8,836,833 of the Units under the Placement and the exercise of only his 775,000 options).

The participation in the private placement by Mr. Christensen, Mr. Stewart and Mr. Johnston is not anticipated to result in a material change in the percentage ownership of common shares of the Company of each of them.

The Board of Directors approved the Placement by resolutions on which Mr. Ball, Mr. Christensen, Mr. Stewart and Mr. Watson did not vote with respect to their participation in the Placement.

The Placement of the Units to Mr. Ball, Mr. Christensen, Mr. Stewart, Mr. Watson and Mr. Johnston is exempt from the formal valuation and minority shareholder approval requirements of MI 61-101 pursuant to the exemptions contained in sections 5.5(a) and 5.7(a) of MI 61-101 on the basis that neither the fair market value of the Units or the purchase price of the Units is greater than 25% of the market capitalization of the Company.

In connection with the Placement, each of Mr. Ball, Mr. Christensen, Mr. Stewart, Mr. Watson and Mr. Johnston will enter into agreements with the Company containing customary provisions and on the same terms as the arm's length subscribers to the Placement.

The Company may not file this material change report more than 21 days before the expected closing of the Placement as the Company intends to close the Placement as soon as possible for sound business reasons.

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

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

ITEM 8. EXECUTIVE OFFICER

Contact:	Ron Schmitz, Chief Financial Officer
Telephone:	(604) 685-7450

ITEM 9. DATE OF REPORT

DATED: March 25, 2019.

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NV GOLD ANNOUNCES UPSIZING OF PRIVATE PLACEMENT TO CDN$1,060,500

March 22, 2019 - ***Vancouver, British Columbia*** – **NV Gold Corporation** (TSX.V: NVX; OTC Pink: NVGLF) ("**NV Gold**" or the "**Company**") is pleased to announce that due to strong interest, the Company has further increased the previously announced non-brokered private placement (see news releases dated March 19, 2019 and March 21, 2019) up to $1,060,500 (the "Placement").

The Placement is an offering of up to 8,837,500 units (the "Units") at CDN$0.12 per Unit. Each Unit consists of one Share and one-half of one Warrant exercisable at CDN$0.20 per share for 30 months from issue of the Units. A finder's fee is payable on subscriptions by certain of the subscribers of 7% of the cash proceeds paid by such subscribers and warrants to purchase 7% of the number shares issuable to such subscribers in respect of their subscriptions for Units.

Closing of the Placement is conditional on acceptance of the TSX Venture Exchange. The proceeds of the Placement will be used by the Company for the advancement of existing properties, potential acquisition new properties, and for general working capital.

This news release does not constitute an offer to sell or a solicitation of an offer to buy any of the securities in the United States. The securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act") or any state securities laws and may not be offered or sold within the United States or to U.S. Persons unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available.

About NV Gold Corporation

NV Gold is a junior exploration company based in Vancouver, British Columbia that is focused on delivering value through mineral discoveries. Leveraging its highly experienced in-house technical knowledge, NV Gold's geological team intends to utilize its geological databases, which contains a vast treasury of field knowledge spanning decades of research and exploration, combined with a portfolio of mineral properties in Nevada, to prioritize key projects for focused exploration programs.

On behalf of the Board of Directors,

Peter A. Ball
President and COO

For further information, visit the Company's website at www.nvgoldcorp.com or contact:

Peter A. Ball, President & COO
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Neither the TSX Venture Exchange nor its Regulation Service Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

Forward Looking Statements

This news release includes certain forward-looking statements or information. All statements other than statements of historical fact included in this release, including, without limitation, statements regarding the proposed raising of CDN$1,060,500 and the proposed uses of such funds and other future plans and objectives of the Company, including exploration plans, are forward-looking statements that involve various risks and uncertainties. There can be no assurance that such statements will prove to be accurate and actual results and future events could differ materially from those anticipated in such statements. Important factors that could cause actual results to differ materially from the Company's plans or expectations include regulatory issues, market prices, availability of capital and financing, general economic, market or business conditions, timeliness of government or regulatory approvals and other risks detailed herein and from time to time in the filings made by the Company with securities regulators. The Company disclaims any intention or obligation to update or revise any forward-looking statements whether as a result of new information, future events or otherwise except as otherwise required by applicable securities legislation.