Form 51–102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Prosper Gold Corp. ("**Prosper Gold**" or the "**Company**")
330 – 890 West Pender Street
Vancouver, B.C., Canada V6C 1J9

Phone: (604) 638-3663

Item 2. Date of Material Change

November 22, 2022

Item 3. News Release

The news release announcing this material change was disseminated via GlobeNewswire on November 22, 2022.

Item 4. Summary of Material Change

On November 18, 2022, Prosper Gold Corp. ("Prosper Gold" or the "Company") announced that it has exercised its previously announced option under the Option Agreement dated August 9, 2020 (the "Option Agreement") between the Company and Sabina Gold & Silver Corp. ("Sabina") to acquire a 100% interest (the "100% Interest") in the Golden Sidewalk property (the "Golden Sidewalk Property") and the Skinner property (together with the Golden Sidewalk Property, the "Properties") consisting of approximately 3,000 hectares of mineral claims, leases and patents in the Red Lake mining district of Ontario.

Item 5. 5.1 - Full Description of Material Change

On November 18, 2022, Prosper Gold Corp. announced that it has exercised its previously announced option under the Option Agreement dated August 9, 2020 between the Company and Sabina Gold & Silver Corp. to acquire a 100% interest in the Golden Sidewalk property and the Skinner property (together with the Golden Sidewalk Property, the "Properties") consisting of approximately 3,000 hectares of mineral claims, leases and patents in the Red Lake mining district of Ontario.

In order to acquire the 100% Interest in the Properties, the Company has (i) issued an aggregate of 1,500,000 common shares from its treasury to Sabina; (ii) paid an aggregate of $50,000 in cash to Sabina; and (iii) incurred expenditures on the Properties of not less than $2,600,000. Concurrent with the Company's previously announced acquisition of a 70% interest in the Properties on February 7, 2022, the Company and Sabina entered into Royalty Agreements (the "Royalty Agreements") pursuant to which Prosper Gold will pay to Sabina (i) a 2.0% net smelter returns royalty ("NSR") on the proceeds from the production and sale of all ores, minerals, metals and materials ("Products") mined or removed from the Golden Sidewalk Property and (ii) a 1.0% NSR on the proceeds from the production and sale of Products mined or removed from certain "Additional Property" (as defined in the Option Agreement).

5.2 Disclosure of Restructuring Transactions

N/A

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

N/A

Item 7. **Omitted Information**

N/A

Item 8. **Executive Officers**

The following senior officer of the Company is knowledgeable about the material change and the Report and may be contacted:

Peter Bernier, President
Phone: (250) 316-6644

Item 9. **Date of Report**

DATED at Vancouver, British Columbia, this 22nd day of November 2022.