

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1 Name and Address of Company

CANDENTE GOLD CORP. (the “Company”)

Suite 1100 – 1111 Melville Street

Vancouver, BC, Canada, V6E 3V6

Item 2 Date of Material Change

February 13, 2019

Item 3 News Release

Date of Issuance: February 13, 2019

Method of Issuance: The Newswire

Item 4 Summary of Material Change

Please see attached News Release.

Item 5 Full Description of Material Change

Please see attached News Release.

5.1 Full Description of Material Change

Please see attached News Release.

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

Contact: Joanne Freeze, CEO, President and Corporate Secretary

Telephone: (604) 689-1957

Item 9 Date of Report

February 13, 2019



**CANDENTE
GOLD CORP**
TSX.V:CDG

NEWS RELEASE

Candente Gold to Explore Near Surface Drill Targets

Vancouver, British Columbia, February 13th, 2019. Candente Gold Corp. (TSXV:CDG) ("Candente Gold" and/or the "Company") is pleased to advise that exploration has begun on near surface targets on the El Oro property. Local geologists will be mapping and sampling to identify potential shallow trench and drill targets.

The Company remains committed to pursue drill targets previously developed on the San Rafael vein in the Mexico-Esperanza mine border area where three holes intersected high grades of gold and silver (30.7 grams per tonne ("gpt") gold over 1.9 metres ("m"); 18.1 gpt gold with 137 gpt silver over 0.4m and 16.7 gpt gold with 32.5 gpt silver over 1.4m) in the San Rafael and parallel veins as well as disseminated gold (1.0 gpt gold over 75m) in the overlying porous tuff horizon and has decided to develop more shallow targets as well. For more information on these targets please see pages 7, 8 and 9 in the presentation at

http://www.candentegold.com/i/pdf/ppt/2019-02-12-CP_CDG.pdf.

The first target for current work will be in the Cortaduras area which lies 6.5 km west of the San Rafael vein and 5 km west of the Veta Verde vein from which 8 million ounces ("m oz") gold equivalent (6.4 m oz gold and 74 m oz silver*) were produced historically in 4 mines.

The Cortaduras area is one of the few zones in the El Oro camp with extensive highly intensive alteration exposed on surface. Alteration comprises illite-smectite alteration as well as kaolinite and sericite alteration zones. Within this, an extensive quartz-sulphide stockwork zone covers 800 meters in length and 200 meters in width. Trenching and drilling during previous exploration programs has identified significant gold and silver mineralization.

In 1988, Luismin drilled ten holes totaling 1,926 meters from which assay results included: 0.23 g/t gold with 200 gpt silver over 13.45m and 15.0 gpt Au with 250 gpt Ag over 1.3m (from 57.6 to 58.9 m). The best surface trench results to date are 345 gpt silver and 3.7 gpt gold over 1.3m. Surface samples collected by Candente had higher grades than Luismin, returning 4.5 and 11.8 gpt silver with low silver but elevated mercury of up to 18,000 parts per billion ("ppb").

Production records from the Cortaduras area show only limited exploitation (38,000 tonnes grading 3.92 gpt gold and 147 gpt silver) but recent field work and discussions with locals has uncovered additional veins with good low sulphidation vein and breccia textures, some of which have had unreported production.

Mineralization discovered to date at Cortaduras has some similarities to but also varies from that documented in the high production areas. Host rocks include shales as well as pre-mineral tuffaceous rocks. Drilling by Candente in the San Rafael area demonstrated that the higher-grade veins are hosted in the shales and pervasive/disseminated mineralization can occur in the overlying porous tuff units. Candente believes the Cortaduras area has excellent potential but needs to be studied better.

On another matter, the Company announces that Kenneth G. Thomas is retiring after a long and distinguished term as director of Candente Gold. “Candente Gold is extremely appreciative for Ken’s deep perspective, wise advice, and many contributions benefiting the Company over the past six years” commented Joanne Freeze, CEO”.

The Company has appointed Mr. Mark Lotz to the Board of Directors. Mr. Lotz, CFO of Candente Gold, a Chartered Professional Accountant, is a senior executive with extensive experience in public companies, tax and consulting. Formerly a CEO and CFO in the brokerage industry, he also has senior management experience in the mining, manufacturing and digital media sectors. Mark has been on the board of and been a member of the audit committees of Canada Jetlines Corp., Logan Resources Ltd., Commander Resources, African Queen Mines and Sacre-Coeur Minerals. He has served as the CFO of TrackX Holdings Inc. and Prophecy Coal, and currently acts as CFO of Specialty Liquid Transportation and Handa Mining CFO, among others.

About Candente Gold

Candente Gold’s flagship asset is El Oro, a district scale gold project encompassing a well-known prolific high grade gold dominant silver epithermal vein system in Mexico. The project covers 20 veins with past production and more than 57 veins in total, from which approximately 6.4 million ounces of gold and 74 million ounces of silver were reported to have been produced from just two of these veins (*Ref. Mexico Geological Service Bulletin No. 37, Mining of the El Oro and Tlapujahua Districts. 1920, T. Flores**)

Modern understanding of epithermal vein systems indicates that several of the El Oro district’s veins hold excellent discovery potential, particularly below and adjacent to the historic workings of the San Rafael Vein, which was mined to an average depth of only 200 metres.

In addition to the hard rock potential, Candente Gold is investigating the potential to recover gold and silver from the Mexico Mine Tailings which contain an Inferred Resource* of 1,267,400 Tonnes grading 2.94 Au g/t, 75.12 Ag g/t containing 119,900 ounces of gold and 3,061,200 ounces of silver.

Candente Gold is dedicated to being a responsible Community partner.

*Note: Mineral Resources are not Mineral Reserves and do not have demonstrated economic viability. All figures have been rounded to reflect the accuracy of the estimate. For more information see “National Instrument 43-101 Technical Report on the Inferred Mineral Resource Estimate of the Mexico Mine Tailings” prepared by Nadia Caira, P.Geo. and Allan Reeves, P.Geo., dated August 25, 2014 with an effective date of July 8, 2014 available at www.sedar.com.

Joanne C. Freeze, P.Geo., President, CEO and Director is a Qualified Person as defined by National Instrument 43-101 for the project discussed above. Ms. Freeze have reviewed and approved the contents of this release.

Neither TSX Venture Exchange nor its Regulation Services Provider accepts responsibility for the adequacy or accuracy of this release.

Forward-looking Information

This news release may contain forward-looking information (as such term is defined under Canadian securities laws) including but not limited to information regarding the processing of tailings to generate short-term cash flow, the potential for discovery in the El Oro district and other statements that are not historical facts. While such forward-looking information is expressed by Candente Gold in good faith and believed by Candente Gold to have a reasonable basis, they address future events and conditions and are therefore subject to inherent risks and uncertainties including those set out in Candente Gold's MD&A. Factors that cause the actual results to differ materially from those in forward-looking information include, without limitation, gold prices, results of exploration and development activities, regulatory changes, defects in title, availability of materials and equipment, timeliness of government approvals, potential environmental issues, availability of capital and financing and general economic, market or business conditions. Candente Gold expressly disclaims any intention or obligation to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, except in accordance with applicable securities laws.

On behalf of the Board of Candente Gold Corp.

"Joanne Freeze" P.Geo.

President, CEO and Director

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