

**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**

July 29, 2020

**Item 3            News Release**

Date of Issuance: July 29, 2020

Method of Issuance: Globenewswire

**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**

July 29, 2020



**CANDENTE  
GOLD CORP**

TSXV:CDG

## **NEWS RELEASE**

### **Candente Gold Corp. Launches AGORACOM Online Marketing as Primary Investor Social Media Discussion Platform**

Vancouver, British Columbia (July 29<sup>th</sup>, 2020) Candente Gold Corp. (TSXV:CDG) (“**Candente Gold**” and/or the “**Company**”) is pleased to announce the launch of a “CEO Verified” Discussion Forum on AGORACOM. The forum will serve as the Company’s primary social media platform to interact with both shareholders and the broader investment community in a fully moderated environment.

The Candente Gold HUB is live and can be found at: <https://agoracom.com/ir/CandenteGold>  
Candente Gold will also receive significant exposure through millions of content brand insertions on the AGORACOM network and extensive search engine marketing over the next 12 months. In addition, exclusive sponsorships of invaluable digital properties such as the AGORACOM home page and the AGORACOM Twitter account will serve to significantly raise brand awareness of the Company among small cap investors. AGORACOM is the only small cap marketing firm to hold a Twitter Verified badge, averaging 4.2 million Twitter impressions per month in 2019.

#### **Moderated Discussion for Candente Gold Management and Shareholders**

AGORACOM “CEO Verified” provides the first ever identity verification of small cap executives on a finance platform. Small cap CEO’s and other company officers are now able to post or communicate within a discussion forum without the risk of impersonation. As the ultimate influencers of their own companies, “CEO Verified” forums create unmatched levels of engagement between companies and investors that have long desired civilized, constructive and factual conversation.

Posts to AGORACOM are shareable on Twitter, Facebook and LinkedIn, which provides Management with one-click sharing of valuable content to these social media platforms, with automatic links back to AGORACOM for civilized investor engagement.

There are no log-in requirements for investors to visit the forum, read posts and share company posts with their networks on other platforms. Investors wishing to post questions, comments and interact with company officers can quickly log-in using their Facebook or LinkedIn accounts, or create an anonymous new user account.

The Candente Gold Forum can be found at: <https://agoracom.com/ir/CandenteGold/profile>

#### **Verified Candente Gold Officer at Launch**

- Joanne Freeze, President, CEO and Director

Joanne Freeze, President and CEO stated, "Social media participation is very important for growth companies such as ours and AGORACOM forums are purpose built to facilitate intelligent discussion without the nonsense that plagues other such sites. I encourage everyone to read and participate in our CEO Verified Discussion Forum to create vibrant and constructive discussions for the long term benefit of everyone."

George Tsiolis, AGORACOM Founder stated: "With gold prices hitting record highs and conditions looking favourable for continuation over the next three years, small cap investors are looking for high quality companies to grow with in this cycle. Candente Gold's strategy to build cash flowing assets couldn't come at a better time and we can't wait to tell their story to the world."

### **Term and Compensation**

TERM: July 15, 2020–July 15, 2021

FEES: \$CDN 60,000 + HST \*

•\$60,000 + HST to be paid via Shares For Services Under TSX Venture Policy 4.3(Section 5)

o\$12,000 + HST Shares For Services upon Commencement July 15, 2020 for initial set up of HUB, marketing materials and search engine programs.

o\$12,000 + HST Shares For Services at end of Third Month October 15, 2020

o\$12,000 + HST Shares For Services at end of Sixth Month January 15, 2020

o\$12,000 + HST Shares For Services at end of Ninth Month April 15, 2021

o\$12,000 + HST Shares For Services at end of Twelfth Month July 15, 2021

Per TSX Venture Policy 4.3 (Section 6.1), the deemed price of the securities to be issued will be determined after the date services are provided to advertiser in each period and are to be calculated using the closing price on each date above. Share issuances to AGORA under this Shares For Services Agreement will be effected pursuant to the "consultant exemption" contained in Section 2.24 of National Instrument 45-106 Prospectus Exemptions. To qualify as a consultant with this exemption, the consultant must be engaged to provide services to the issuer, pursuant to a written contract, other than services provided in relation to a distribution and must spend a significant amount of time and attention on the affairs and business of the issuer.

### **About Candente Gold**

Candente Gold has launched a comprehensive growth strategy to build a cash flowing business platform and gain access to properties with near surface exploration potential while maintaining El Oro as its flagship asset and an integral part of the overall growth strategy. The acquisition of the SDA Plant and the El Dorado historic mines signifies an important first step.

The financial benefits from Western Mexico operations and the addition of specialized personnel will translate across platforms to strengthen our efforts to explore and potentially mine. The Company is currently evaluating properties that are complimentary to the SDA plant and El Dorado Property.

El Oro is a district scale gold project encompassing a well-known prolific high-grade gold dominant gold-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.

Joanne C. Freeze, P.Geo., President, CEO and Director and Matthew Melnyk, CPG., Director Operations are Qualified Persons as defined by National Instrument 43-101 for the projects discussed above. Ms. Freeze and Mr. Melnyk 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.

## **About AGORACOM**

AGORACOM is the pioneer of online marketing, broadcasting, conferences and investor relations services to North American small and mid-cap public companies, with more than 300 companies served. AGORACOM is the home of more than 7.7 million investors that visited 55.2 million times and read over 600 million pages of information over the last 10 years. The average visit of 8min 43sec is more than double that of global financial sites, which can be attributed to the implementation and enforcement of the strongest moderation rules in the industry.

Neither the Canadian Securities Exchange nor its Regulation Services Provider (as that term is defined in the policies of the Canadian Securities Exchange) accepts responsibility for the adequacy or accuracy of this press release, which has been prepared by management.

### ***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 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.*

*For further information please contact:*

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