

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

GGX Gold Corp.
Suite 888, 888 Dunsmuir St
Vancouver BC V6C3K4

Item 2 Date of Material Change

April 6, 2018

Item 3 News Release

A news release was disseminated April 6, 2018 to the TSX Venture Exchange as well as through various other approved public media and was subsequently SEDAR filed with the securities commissions of British Columbia and Alberta.

Item 4 Summary of Material Change(s)

The Company has announced that has appointed Nicolette Keith as Chief Financial Officer of the Company.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

See Schedule "A" Attached

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7 Omitted Information.

Not applicable.

Item 8 Executive Officer

Barry Brown
President
604-488-3900

Item 9 Date of Report

April 12, 018

SCHEDULE A

GGX Gold Appoints CFO And Announces Financing Updates

Vancouver, British Columbia – April 6, 2018 – GGX Gold Corp. (TSXV: GGX), (OTCQB: GGXXF), (the “Company” or “GGX”) is pleased to announce that it has appointed Nicolette Keith as Chief Financial Officer of the Company. Ms. Keith brings over 20 years of accounting and managerial experience in both the public and private sectors. Ms. Keith has previously acted as Chief Financial Officer of public companies listed on the TSX Venture Exchange and held a senior accounting role for a company listed on the New York Stock Exchange. Areas of focus for Ms. Keith will include regulatory reporting, capital management, business process improvements, system optimization, internal controls and management reporting. Ms. Keith earned an Arts and Science Bachelor’s degree from the University of Victoria and obtained the certified General Accountants (CGA) designation thereafter.

The Company also announces that it has closed a non-brokered private placement for gross proceeds of \$270,000. The units of the financing are comprised of one common share at a price of \$0.10 and a full share purchase warrant, which may be exercised for a period of three years at a price of \$0.15 per share. The Company announces August 7, 2018 as the hold period expiry date for the private placement.

The Company also wishes to advise all subscribers and finders from its private placement that took place during April 2017, that the Company is accelerating the term of these warrants to further finance its ongoing drill program. The term of the 10 cent warrants associated with this placement may be accelerated in the event that the issuer's shares trade at or above a price of 15 cents per share for a period of 10 consecutive days. In June of 2017, after the final closing announced on May 3, 2017, the shares of the Company traded in this range. The warrants being accelerated at 10 cents are attached to the .075 cent private placement that took place in April 2017. Warrant holders now have 30 days from today's date to exercise their warrants or they will be terminated.

On Behalf of the Board of Directors,
Barry Brown, Director

604-488-3900
Office@GGXGold.com

Investor Relations: **Mr. Jack Singh, 604-720-6598** ir@ggxgold.com

SCHEDULE A

Forward Looking Information

This news release includes certain statements that constitute “forward-looking information” within the meaning of applicable securities law, including without limitation, the Company’s information and statements regarding or inferring the future business, operations, financial performance, prospects, and other plans, intentions, expectations, estimates, and beliefs of the Company. Such statements include statements regarding the completion of the proposed transactions. Forward-looking statements address future events and conditions and are necessarily based upon a number of estimates and assumptions. These statements relate to analyses and other information that are based on forecasts of future results, estimates of amounts not yet determinable and assumptions of management. Any statements that express or involve discussions with respect to predictions, expectations, beliefs, plans, projections, objectives, assumptions or future events or performance (often, but not always, using words or phrases such as “expects” or “does not expect”, “is expected”, “anticipates” or “does not anticipate”, “plans”, “estimates” or “intends”, or stating that certain actions, events or results “may”, “could”, “would”, “might” or “will” be taken, occur or be achieved), and variations of such words, and similar expressions are not statements of historical fact and may be forward-looking statements. Forward-looking statements are necessarily based upon several factors that, if untrue, could cause the actual results, performances or achievements of the Company to be materially different from future results, performances or achievements express or implied by such statements. Such statements and information are based on numerous assumptions regarding present and future business strategies and the environment in which the Company will operate in the future, including the price of gold and other metals, anticipated costs and the ability to achieve goals, and the Company will be able to obtain required licenses and permits. While such estimates and assumptions are considered reasonable by the management of the Company, they are inherently subject to significant business, economic, competitive and regulatory uncertainties and risks including that resource exploration and development is a speculative business; that environmental laws and regulations may become more onerous; that the Company may not be able to raise additional funds when necessary; fluctuating prices of metals; the possibility that future exploration, development or mining results will not be consistent with the Company’s expectations; operating hazards and risks; and competition. There can be no assurance that economic resources will be discovered or developed at the Gold Drop Property. Accordingly, actual results may differ materially from those currently anticipated in such statements. Factors that could cause actual results to differ materially from those in forward looking statements include continued availability of capital and financing and general economic, market or business conditions, the loss of key directors, employees, advisors or consultants, equipment failures, litigation, competition, fees charged by service providers and failure of counterparties to perform their contractual obligations. Investors are cautioned that forward-looking statements are not guarantees of future performance or events and, accordingly are cautioned not to put undue reliance on forward-looking statements due to the inherent uncertainty of such statements. The forward-looking statements included in this news release are made as of the date hereof and 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 expressly required by applicable securities legislation.

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.