FORM 51-102F3

MATERIAL CHANGE REPORT

1. Name and Address of Company

Dixie Gold Inc. (the "Issuer")
#1890 – 1075 West Georgia Street
Vancouver, BC V6E 3C9

2. Date of Material Change

March 15, 2024

3. News Release

The news release was filed on SEDAR+ and disseminated through the facilities of The Newswire.

4. Summary of Material Change

The Issuer closed a non-brokered common share unit financing (the "Unit Financing") consisting of five million units (the "Units").

5.1 Full Description of Material Change

The Issuer closed the Unit Financing and issued the Units at a price of $0.05 per Unit. Each Unit consists of one common share of the Issuer (a "Unit Share") and one common share purchase Warrant (a "Warrant") that entitles the holder of a Warrant, upon further payment to the Issuer, to acquire one additional common share of the Issuer (a "Warrant Share") at an exercise price of $0.05 per Warrant Share on any date prior to the date which is 60 months following the closing date of the Unit Financing thereunder.

The Units issued under the Unit Financing are subject to a customary four-month hold period pursuant to applicable securities laws of Canada which will expire on July 16, 2024.

There were no finder's fees payable by the Issuer under the Unit Financing.

One insider of the Issuer participated in the Unit Financing for an aggregate total of $250,000 in Units. The participation by such insider is considered a "related-party transaction" within the meaning of Multilateral Instrument 61-101 - Protection of Minority Security Holders in Special Transactions ("MI 61-101"). The Issuer has relied on exemptions from the formal valuation and minority shareholder approval requirements of MI 61-101 contained in 5.5(b) and 5.7(1)(b), respectively, of MI 61-101, as no securities of the Issuer are listed or quoted on the Toronto Stock Exchange, Aequitas NEO Exchange Inc., the New York Stock Exchange, the American Stock Exchange, the NASDAQ Stock Market, or a stock exchange outside of Canada and neither the fair market value of the Units to be acquired by the participating insider nor the consideration to be paid by such insider exceeds $2,500,000.

5.2 Disclosure for Restructuring Transactions

Not applicable

6. Reliance on subsection 7.1(2) of National Instrument 51-102

Not applicable.

7. Omitted Information

There are no significant facts required to be disclosed herein which have been omitted.

8. Executive Officer

Contact: Nicholas Koo, CFO
Telephone: 604-687-2038

9. Date of Report

March 18, 2024