

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

**Item 1 Name and Address of Company**

Origin Gold Corporation (“**Origin Gold**” or the “**Company**”)  
1801 Avenue McGill College, Bureau 950  
Montréal, Québec  
H3A 2N4

**Item 2 Date of Material Change**

November 30, 2020

**Item 3 News Release**

A news release was issued by Origin Gold through the facilities of GlobeNewswire on November 30, 2020 and was subsequently filed on SEDAR.

**Item 4 Summary of Material Change**

To satisfy certain conditions imposed by the TSX Venture Exchange (“**TSXV**”), Origin Gold entered into an amending agreement dated November 30, 2020 (the “**Amending Agreement**”) to the share purchase agreement dated October 26, 2020 (the “**Share Purchase Agreement**”).

**Item 5 Full Description of Material Change**

To satisfy certain conditions imposed by the TSXV, Origin Gold entered into the Amending Agreement.

Pursuant to the Amending Agreement, the parties to the Share Purchase Agreement agreed that the Origin Gold common shares (“**Common Shares**”) to be issued to the vendors in connection with the previously announced acquisition of a gold mining project in Colombia known as the “Otu Central Project” (the “**Acquisition**”) shall not be issued at a price less than \$0.18 per Common Share (the “**Minimum Price**”), being the closing price of the Common Shares on October 27, 2020, less a 25% discount. As a result of the Minimum Price, no more than 57,777,778 Common Shares may be issued to the vendors as consideration for the Acquisition.

**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**

Jaime Lalinde, President and CEO  
(57) 312 350 5864

## **Item 9 Date of Report**

December 3, 2020

### **Cautionary Note Regarding Forward-looking Information**

This report contains "forward-looking information" within the meaning of applicable Canadian securities legislation. Forward-looking information includes, but is not limited to, statements with respect to the issuance of Common Shares as consideration for the Acquisition, and other matters related thereto. Generally, forward-looking information can be identified by the use of forward-looking terminology such as "plans", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or state that certain actions, events or results "may", "could", "would", "might" or "will be taken", "occur" or "be achieved". Forward-looking information is subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of the Company, as the case may be, to be materially different from those expressed or implied by such forward-looking information. Although the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking information, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking information. The Company does not undertake to update any forward-looking information, except in accordance with applicable securities laws