

PROBE GOLD INC.
FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Probe Gold Inc.
56 Temperance Street, Suite 1000, Toronto, Ontario M5H 3V5

Item 2. Date of Material Change

July 2, 2024

Item 3. News Release

The News Release was disseminated on July 2, 2024 via GlobeNewswire.

Item 4. Summary of Material Change

Probe Gold Strengthens Technical Team with the Appointment of VP Exploration.

Item 5. Full Description of Material Change

For further information, attached hereto is a copy of the News Release.

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

Confidentiality is not requested.

Item 7. Omitted Information

No information has been omitted in respect of the material change.

Item 8. Executive Officer

Seema Sindwani
Vice President of Investor Relations
info@probegold.com
+1.416.777.9467

Item 9. Date of Report

July 2, 2024



NEWS RELEASE – 15/2024

Symbol: TSX: PRB

Shares Issued: 181,023,881

Probe Gold Strengthens Technical Team with the Appointment of VP Exploration

Toronto, July 2, 2024 – PROBE GOLD INC. (TSX: PRB) (OTCQB: PROBF) (“Probe” or the “Company”) is pleased to announce the appointment of Marc Ducharme as Vice President of Exploration, effective immediately.

Mr. Marc Ducharme is an exploration geologist with over 35 years of experience in geology, mineral, and mining exploration. He has extensive experience in the Abitibi region of Quebec, as well as experience in Ontario and on international projects. He has a proven track record in managing and executing exploration programs, from initial stages to advanced levels, and has extensive experience in overseeing mine site geology for both underground and open pit gold mines. He has been involved with the discovery of several new gold deposits and the expansion of numerous mineralized zones, most notably Wesdome’s Kiena Deep deposit in Val-d’Or, Quebec. Marc is a resident of Val-d’Or and will bring strong leadership and guidance to our Val-d’Or operations.

David Palmer, President and CEO of Probe, states, “We are delighted to welcome Marc to the Probe team and look forward to his valuable contributions as we expand our focus to new discoveries on our growing land position in Val-d’Or. We see tremendous upside at both Novador and the newly acquired McKenzie Break, Croinor and Beaufor projects and Marc will be part of our initiative to prioritize the discovery of new and higher-grade discoveries within the Val-d’Or East land package. Marc's familiarity with the Abitibi region of Quebec and his track record in managing and executing exploration programs will allow us to accelerate our exploration plans and advance regional exploration quickly. With his strong background in geology, mineral, and mining exploration, including the discovery of several new gold deposits, we are confident in his ability to add significant value to the Novador project while expediting the permitting timeline to reduce project risk.”

About Probe Gold:

Probe Gold Inc. is a leading Canadian gold exploration company focused on the acquisition, exploration, and development of highly prospective gold properties. The Company is well-funded and dedicated to exploring and developing high-quality gold projects. Notably, it owns 100% of its flagship asset, the multimillion-ounce Novador Gold Project in Québec, as well as an early-stage Detour Gold Quebec project. Probe controls a large land package of approximately 1685-square-kilometres of exploration ground within some of the most prolific gold belts in Québec. The Company's recent Novador PEA outlines a robust mining plan with an average annual gold production of 255,000 ounces over a 12.6-year mine life.

On behalf of Probe Gold Inc.,

Dr. David Palmer,
President & Chief Executive Officer

For further information:

Please visit our website at www.probegold.com or contact:

Seema Sindwani
Vice-President of Investor Relations
info@probegold.com
+1.416.777.9467

Forward Looking Statements

Neither TSX nor its Regulation Services Provider (as that term is defined in the policies of the TSX) accepts responsibility for the adequacy or accuracy of this release. This news release includes certain “forward-looking statements” which are not comprised of historical facts. Forward-looking statements include estimates and statements that describe the Company’s future plans, objectives or goals, including words to the effect that the Company or management expects a stated condition or result to occur. Forward-looking statements may be identified by such terms as “believes”, “anticipates”, “expects”, “estimates”, “may”, “could”, “would”, “will”, or “plan”. Since forward-looking statements are based on assumptions and address future events and conditions, by their very nature they involve inherent risks and uncertainties. Although these statements are based on information currently available to the Company, the Company provides no assurance that actual results will meet management’s expectations. Risks, uncertainties, and other factors involved with forward-looking information could cause actual events, results, performance, prospects, and opportunities to differ materially from those expressed or implied by such forward-looking information. Forward looking information in this news release includes, but is not limited to, the Company’s objectives, goals or future plans, statements, exploration results, potential mineralization, the estimation of mineral resources, exploration and mine development plans, timing of the commencement of operations and estimates of market conditions. Factors that could cause actual results to differ materially from such forward-looking information include, but are not limited to failure to identify mineral resources, failure to convert estimated mineral resources to reserves, the inability to complete a feasibility study which recommends a production decision, the preliminary nature of metallurgical test results, delays in obtaining or failures to obtain required governmental, environmental or other project approvals, political risks, inability to fulfill the duty to accommodate First Nations and other indigenous peoples, uncertainties relating to the availability and costs of financing needed in the future, changes in equity markets, inflation, changes in exchange rates, fluctuations in commodity prices, delays in the development of projects, capital and operating costs varying significantly from estimates and the other risks involved in the mineral exploration and development industry, and those risks set out in the Company’s public documents filed on SEDAR+. Although the Company believes that the assumptions and factors used in preparing the forward-looking information in this news release are reasonable, undue reliance should not be placed on such information, which only applies as of the date of this news release, and no assurance can be given that such events will occur in the disclosed time frames or at all. The Company disclaims any intention or obligation to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, other than as required by law.