FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

SKYLEDGER TECH CORP.
200 - 550 Denman Street
Vancouver, BC V6G 3H1

Item 2. Date of Material Change

January 20, 2021

Item 3. News Release

The news release was disseminated by Newswire on January 20, 2021.

Item 4. Summary of Material Change

On January 20, 2021 Skyledger Tech Corp. (the "**Company**" or "**Skyledger**") announced it had completed a non-brokered private placement consisting of (a) 1,334,000 common shares of the Company (the "**Shares**") at a price of $0.15 per Share for proceeds of $200,100, and (b) 9,542,667 subscription receipts (the "**Subscription Receipts**") at a price of $0.15 per Subscription Receipt for proceeds of $1,431,400, for aggregate proceeds of $1,631,500 (collectively, the "**Private Placement**"). Each Subscription Receipt will be automatically exercised into one Share upon completion of the previously announced transaction pursuant to which the Company will acquire all of the issued and outstanding shares of Senoa Gold Corp., which holds certain mineral claims in the Yukon (the "**Transaction**").

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

On January 20, 2021 the Company announced it had completed the Private Placement consisting of (a) 1,334,000 Shares at a price of $0.15 per Share for proceeds of $200,100, and (b) 9,542,667 Subscription Receipts at a price of $0.15 per Subscription Receipt for proceeds of $1,431,400, for aggregate proceeds of $1,631,500. Each Subscription Receipt will be automatically exercised into one Share upon completion of the Transaction.

The proceeds from the sale of the Shares are expected to be used to cover working capital requirements in advance of completion of the Transaction. The proceeds from the sale of the Subscription Receipts will be held in escrow pending completion of the Transaction and, following completion of the Transaction, are expected to be used for exploration and related expenditures on the Yukon properties to be acquired and working capital purposes.

The Shares and the Subscription Receipts, including the Shares issuable upon automatic exercise of the Subscription Receipts, are subject to a statutory hold period in Canada expiring four months and one day from the closing date of the Private Placement, being May 21, 2021.

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

None.

Item 8. Executive Officer

Gunther Roehlig
Director
(604) 683-0911

Item 9. Date of Report

February 1, 2021

CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS

This material change report release contains certain forward-looking statements, including statements about the Company's completion of the Transaction and the Private Placement as well as its future plans and intentions. Wherever possible, words such as "may", "will", "should", "could", "expect", "plan", "intend", "anticipate", "believe", "estimate", "predict" or "potential" or the negative or other variations of these words, or similar words or phrases, have been used to identify these forward-looking statements. These statements reflect management's current beliefs and are based on information currently available to management as at the date hereof.

Forward-looking statements involve significant risk, uncertainties and assumptions. Many factors could cause actual results, performance or achievements to differ materially from the results discussed or implied in the forward-looking statements. Such factors include, among other things: risks and uncertainties relating to the Company's ability to complete the proposed Transaction; and other risks and uncertainties. These factors should be considered carefully and readers should not place undue reliance on the forward-looking statements. Although the forward-looking statements contained in this material change report are based upon what management believes to be reasonable assumptions, the Company cannot assure readers that actual results will be consistent with these forward-looking statements. These forward-looking statements are made as of the date of this material change report, and the Company assumes no obligation to update or revise them to reflect new events or circumstances, except as required by law.