FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Great Pacific Gold Corp.
Suite 1507, 1030 West Georgia Street
Vancouver, BC V6E 2Y3

(the "Company")

Item 2. Date of Material Change

December 9, 2024.

Item 3. News Release

The news release (the "News Release") was issued on December 9, 2024 and disseminated by Newsfile.

Item 4. Summary of Material Change

The Company announced a non-brokered private placement financing of up to 11,111,111 units of the Company ("Units") at a price of $0.45 per Unit for aggregate gross proceeds of up to $5,000,000.

Item 5. Full Description of Material Change

The Company announced a non-brokered private placement financing of up to 11,111,111 Units at a price of $0.45 per Unit for aggregate gross proceeds of up to $5,000,000 (the "Offering"). The net proceeds of the Offering will be used for (i) continued diamond drilling at the Kesar Project, (ii) the initiation of the recently announced 2025 work plan for the Wild Dog Project, (iii) additional exploration activities in Papua New Guinea and (iv) general corporate expenses.

Each Unit will consist of one (1) common share of the Company (a "Share") and one-half (1/2) of one Share purchase warrant (each whole share purchase warrant a "Warrant"), with each whole Warrant exercisable to purchase one (1) additional Share (a "Warrant Share") at a price of $0.70 per Warrant Share for a period of twenty-four (24) months from the date of issuance.

All securities issued under and in connection with the Offering, including securities issuable on the exercise thereof, are subject to a hold period expiring four (4) months and one (1) day from the date of issuance.

The Company may pay finder's fees in cash and/or Warrants in respect of the Offering.

Certain directors and officers of the Company (the "Insiders") may participate in the Offering, and such participation would be considered a "related party transaction" as defined under Multilateral Instrument 61-101 - Protection of Minority Security Holders in Special Transactions ("MI 61-101"). The Company expects to be exempt from the requirement to obtain a formal valuation and minority shareholder approval in connection with the Insiders' participation in the Offering in reliance of Sections 5.5(a) and 5.7(a) of MI 61-101, respectively, on the basis that the Insiders' participation in the Offering is not expected to exceed 25% of the fair market value of the Company's market capitalization.

The closing of the Offering is subject to the approval of the TSX Venture Exchange.

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

Not applicable.

Item 7. **Omitted Information**

None.

Item 8. **Executive Officer**

Greg McCunn
Chief Executive Officer
604.229.9445

Item 9. **Date of Report**

December 10, 2024.