

**Form 51-102F3**  
***Material Change Report***

**Item 1: Name and Address of Company**

Oakley Ventures Inc. (the “**Company**”)  
Suite 306, 1110 Hamilton Street  
Vancouver, BC V6B 2S2

**Item 2: Date of Material Change**

July 31, 2020

**Item 3: News Release**

A news release was issued and disseminated on August 4, 2020 via Newsfile Corp.

**Item 4: Summary of Material Change**

On July 31, 2020, the Company appointed David Wilkinson to its board of directors and Sam Eskandari as its Corporate Secretary.

**Item 5: Full Description of Material Change**

See the news release attached as Schedule “A” hereto.

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

Not applicable.

**Item 7: Omitted Information**

None.

**Item 8: Executive Officer**

Glenn Collick, Chief Executive Officer  
(416) 918-6785

**Item 9: Date of Report**

August 4, 2020

**Schedule "A"**

**Oakley Ventures Inc. Appoints New Director**

**Vancouver, BC – August 4, 2020:** Oakley Ventures Inc. (the "**Company**" or "**Oakley**") (CSE: OAKY) is pleased to announce the appointment of David Watkinson to the Company's board of directors, effective July 31, 2020.

Mr. Watkinson brings over 35 years of experience in the mining industry to Oakley, which experience includes underground and open pit mine development, including mine permitting, engineering, feasibility, construction and operations. During his career, he has taken projects from grass roots start-up to successful operating status, and has been responsible for managing large capital projects and operations in Canada, the United States and the Philippines.

Mr. Watkinson has held progressively senior positions with Placer Dome Inc., Kinross Gold Corporation, Thyssen Mining Construction and Vulcan Materials Company. He holds a B.Sc. in Applied Science, Mining Engineering, from Queen's University in Kingston, Ontario (1985) and is a Registered Professional Engineer in the Province of Ontario. Mr. Watkinson is currently the President and CEO of Emgold Mining Corporation (TSX-V: EMR).

In addition to serving as a director of the Company, Mr. Watkinson will serve as a member of Oakley's audit committee.

Oakley is also pleased to announce the appointment of Sam Eskandari, a director of the Company, as the Company's Corporate Secretary.

**About Oakley Ventures Inc.**

Oakley Ventures Inc. is a junior Canadian-based mining company with a focus on identifying and evaluating mineral resource projects for further exploration and future development, if warranted. The Company is currently focused on completing an exploration program on its Koster Dam property located in the Clinton Mining Division of British Columbia, which Oakley optioned from Cariboo Rose Resources Ltd. in 2017.

On Behalf of the Board of Directors

Glenn Collick  
Chief Executive Officer, Director

For further information, please contact:

Glenn Collick  
Chief Executive Officer, Director  
(416) 918-6785