FORM 51-102F3
Material Change Report
Section 7.1 of National Instrument 51-102
Continuous Disclosure Obligations

Item 1. Name and Address of Company

Edgemont Gold Corp.
9th Floor - 1021 West Hastings Street
Vancouver, B.C. V6E 0C3

Item 2. Date of Material Change March 31, 2023

Item 3. News Release The news release was disseminated on March 31, 2023 through the facilities of Newsfile and was SEDAR filed with the securities commissions of Alberta, British Columbia and Ontario.

Item 4. Summary of Material Change

On March 31, 2023 the Company announced that it has closed a non-brokered private placement of 3,800,000 units ("**Units**") at $0.05 per Unit for gross proceeds of $190,000 (the "**Private Placement**"). All securities issued with respect to this private placement are subject to a hold period expiring on August 1, 2023 in accordance with applicable securities laws.

Each Unit is comprised of one common share (each, a "**Share**") and one share purchase warrant (each, a "**Warrant**"), with each Warrant entitling the holder to purchase an additional Share at an exercise price of $0.08 per Share for a period of two years from the date of closing.

Item 5. Full Description of Material Change

On March 31, 2023 the Company announced that it has closed a non-brokered private placement of 3,800,000 units ("**Units**") at $0.05 per Unit for gross proceeds of $190,000 (the "**Private Placement**"). All securities issued with respect to this private placement are subject to a hold period expiring on August 1, 2023 in accordance with applicable securities laws.

Each Unit is comprised of one common share (each, a "**Share**") and one share purchase warrant (each, a "**Warrant**"), with each Warrant entitling the holder to purchase an additional Share at an exercise price of $0.08 per Share for a period of two years from the date of closing.

The proceeds of the Private Placement will be used for general working capital. No finders fees or commissions were paid in connection with the Private Placement.

Item 6. Reliance on subsection 7.1(2) or (3) of National Instrument 51-102 N/A

Item 7. Omitted Information N/A

Item 8. Executive Officer

Stuart Rogers
Telephone: (778) 239-3775

Item 9. Date of Report March 31, 2023