51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Gold Hunter Resources Inc. (the "**Company**" or "**Gold Hunter**")
75-8050 204th Street
Langley, BC V2Y 0X1

Item 2 Date of Material Change

May 23, 2025

Item 3 News Release

The news release dated May 27, 2025 was disseminated via NewsFile Corp.

Item 4 Summary of Material Change

The Company announced that it has entered into two mineral property purchase agreements to acquire key mineral licenses that will expand and consolidate its flagship Great Northern Gold Project in Newfoundland (the "**Transaction**").

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

On May 23, 2025, the Company entered into a mineral purchase agreement (the "**Great Northern-Southern Agreement**") with Angie Stockley ("**Stockley**"), Stephen Stockley Agriculture and Fabrication Inc. ("**SSAF**"), Unity Resources Inc. ("**Unity**"), Alexander Duffitt and Margaret Duffitt ("**Duffitt**"), Jeanette Martin ("**Martin**"), Almar Consultants ("**Almar**") and Robert John Snook ("**Snook**" and, together with Stockley, SSAF, Unity, Duffitt, Martin and Almar, the "**GNS Vendors**"), pursuant to which the Company has agreed to purchase a 100% interest (the "**GNS Interest**") in and to 127 mineral claim blocks (within 13 mineral licenses) located in Newfoundland and Labrador from the GNS Vendors. In consideration for the GNS Interest, the Company agreed to pay an aggregate of $25,000 to the GNS Vendors upon signing the Great Northern-Southern Agreement, issue an aggregate of 1,400,000 escrowed common shares in the capital of the Company (each, a "**Share**") to the GNS Vendors on the closing date of the Transaction (the "**Closing Date**") at a deemed price of $0.08 per Share, and grant an aggregate 2% net smelter royalty (the "**GNS NSR**") over the GNS Interest at closing, with an option to buyback 1% of the GNS NSR for $1,000,000.

In addition, also on May 23, 2025, the Company entered into a mineral property purchase agreement (the "**North Central Agreement**") with Chad Kennedy ("**Kennedy**"), United Gold Inc. ("**United**"), SSAF and Kluane Capital FZCO ("**Kluane**" and, together with Kennedy, United and SSAF, the "**NC Vendors**"), pursuant to which the Company has agreed to purchase a 100% interest (the "**NC Interest**") in and to 39 mineral claim blocks (within 3 mineral licenses) located in

Newfoundland and Labrador from the NC Vendors. In consideration for the NC Interest, the Company has agreed to pay $6,000 to United and $6,000 to SSAF upon signing the North Central Agreement, issue 250,000 escrowed common shares to United, 250,000 escrowed common shares to SSAF and 500,000 escrowed common shares to Kluane on the Closing Date, all at a deemed price of $0.08 per Share, and grant an aggregate 2% net smelter royalty (the "**NC NSR**") over the NC Interest on the Closing Date, with an option to buyback 1% of the NC NSR for $1,000,000.

The Shares issued pursuant to the Great Northern-Southern Agreement and the North Central Agreement will be subject to a voluntary escrow arrangement whereby one-third of the Shares held by each of the GNS Vendors and NC Vendors will be released from escrow every six months following the Closing Date.

Closing of the Transaction remains subject to, without limitation, receiving all necessary consents and approvals, including the approval of the Canadian Securities Exchange, as well as the satisfaction of customary closing conditions. Gold Hunter expects to complete the Transaction in the coming weeks.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Sean Kingsley, Chief Executive Officer and President
Telephone: 604-440-8474

Item 9 Date of Report

May 29, 2025