



FORM 51-102F3 MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

GoldON Resources Ltd. (the “Company” or “GoldON”)
Suite 416, 179 – 2945 Jacklin Road
Victoria, BC, V9B 6J9

Item 2: Date of Material Change

March 27, 2025

Item 3: News Release

A news release was issued March 27, 2025 and was disseminated by Newsfile.

Item 4: Summary of Material Change

GoldON Resources Ltd. has closed the second and final \$150,000 tranche of its previously announced non-brokered private placement financing with qualified investors of 16,000,000 units for gross proceeds of \$400,000.

Item 5: Full Description of Material Change

GoldON Resources Ltd. has closed the second and final \$150,000 tranche of its previously announced non-brokered private placement financing with qualified investors of 16,000,000 units (the “Units”) for gross proceeds of \$400,000 (the “Offering”).

In its second and final tranche, the Company issued 6,000,000 Units at a price of \$0.025 per Unit. Each Unit consists of one common share and one transferable share purchase warrant (the “Warrant”) that will entitle the holder to purchase one additional common share of the Company

at a price of \$0.05 per share for two years from the closing date. All shares issued in respect of this tranche will be subject to a hold period expiring July 28, 2025.

If at any time after the date of issuance of the Warrants, the closing price of the Company's common shares on the TSX Venture Exchange is at or above \$0.20 per share for a period of 10 consecutive trading days (the "Triggering Event"), the Company may elect to accelerate the expiry date of the Warrants by delivering notice to the Warrant holders and issuing a news release announcing the Triggering Event. The Warrants will expire on the 30th calendar day after the later of the date of such notice and the date of issuance of such news release.

The Company expects it will use up to \$200,000 of the proceeds of the Offering to fund work at its 100%-owned Slate Falls Gold-Silver Property and the remainder for general working capital purposes. Management estimates that not more than 10% of the proceeds will be used for investor relations expenses and not more than 20% of the proceeds will be used for payments to non-arm's length parties.

Completion of this Offering is subject to TSX Venture Exchange acceptance.

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

Not applicable

Item 7: Omitted Information

Not applicable

Item 8: Executive Officer

Michael Romanik, President and Chief Executive Officer
Telephone (204) 726-0151

DATED AT Victoria, British Columbia this 27th day of March, 2025.

GOLDON RESOURCES LTD.

Signed "*Glen Wallace*"

per Glen Wallace, MBA, CPA, CGA
Chief Compliance Officer