HARTE GOLD CORP.

1700 – 8 King Street East Toronto, ON M5C 1B5

FILED VIA SEDAR

Ontario Securities Commission
20 Queen Street West 19th Floor
Toronto, ON M5H 3S8
Attention: Continuous Disclosure

British Columbia Securities Commission
12th Floor Pacific Centre
701 W. Georgia Street Van, BC V7Y 1L2
Attention: Continuous Disclosure

Albert Securities Commission
4th Floor 300 – 5th Avenue S.W.
Calgary, AB T2P 2C4
Attention: Continuous Disclosure

Re: Material Change Report Form 51-102F3

Item 1. The name of the reporting issuer is Harte Gold Corp. ("Harte") whose principal office is located at 1700 – 8 King Street East Toronto, ON M5C 1B5.

Item 2. The material change occurred on May 23, 2012

Item 3. A Press Release was published at Toronto on May 23, 2012

Item 4. **Harte Gold exercises Option to own 100% of Sugar Zone Property**

Toronto – May 23, 2012 - HARTE GOLD CORP. ("Harte") (TSX: HRT / Frankfurt (FSE: H4O) is pleased to announce that it has exercised its Option to acquire Corona Gold Corporation's ("Corona") 51% joint venture interest in the Sugar Zone Property (the "Property"). As such the joint venture is terminated and the Property is 100% owned by Harte Gold Corporation.

Stephen G. Roman, President and CEO of Harte commented "We are extremely pleased to have acquired Corona's remaining interest in the Sugar Zone Property. Our most recently updated NI 43-101 Report contains an Indicated Resource of 980,900 tonnes, grading 10.13 g/t for 319,280 ounces of contained gold (uncapped) and an Inferred Resource of 580,500 tonnes, grading 8.36 g/t Au for 155,960 ounces of contained gold (uncapped). We are currently working on permitting and technical studies related to advanced exploration and commercial production approvals and expect our Preliminary Economic Assessment to be completed in June. We are continuing to drill at the Sugar Zone Deposit and will be testing a strong VTEM nickel - copper anomaly as well as a recently discovered VTEM target associated with high grade gold surface samples as we continue to explore this expansive greenstone belt".

QA / QC Statement

Diamond drill holes were drilled with NQ sized core in order to obtain larger sample volumes of the mineralized zones. The core was sealed and delivered by the drilling contractor to Harte's facilities located in White River, Ontario. The mineralized sections of the cores were photographed for reference, logged and mineralized sections were sawn in half. Sample lengths were 0.5 meters. Half core samples were bagged, sealed and delivered to Activation Laboratories in Thunder Bay, Ontario, an accredited laboratory. The remaining core is stored on site for reference. Samples were assayed by the fire assay method using an atomic absorption finish on a 50 gram pulp split. A quality assurance and quality control program (QA/QC) was implemented by Harte and the laboratory to ensure the precision and reproducibility of the analytical method and results. The QA/QC program includes the insertion of standards, blanks and field duplicates in the sample batches sent to the laboratory and a systematic re-assaying of samples returning values above 3 g/t Au by the fire assay method using a gravimetric finish.

Exploration programs are conducted under the supervision of George A. Flach, P. Geo, Vice President Exploration, Harte Gold Corp. Mr. Flach is the Qualified Person (QP) as defined in National Instrument 43-101 and has reviewed the technical information contained herein.

About Harte Gold Corp.

Harte Gold Corp. is a Canadian gold exploration company with interests in the Sugar Zone and Stoughton-Abitibi properties located in Ontario, Canada. The Sugar Zone Property is located 60 kilometres east of the Hemlo Gold Camp and holds an NI 43-101 compliant Indicated Resource of 980,900 tonnes, grading 10.13 g/t for 319,280 ounces of contained gold (uncapped) and grading 8.72 g/t Au for 274,970 ounces of contained gold (capped) and an Inferred Resource of 580,500 tonnes, grading 8.36 g/t Au for 155,960 ounces of contained gold (uncapped) and grading 7.03 g/t Au for 131,280 ounces of contained gold (capped). Harte is the operator of the Sugar Zone Property and currently owns a 49% interest with the option to acquire the remaining 51%. Harte also holds the Stoughton-Abitibi property located on and adjacent to the Destor-Porcupine Fault Zone in close proximity to the 2.5 million ounce Holt-Holloway Gold Mine in the Timmins, Ontario Porcupine gold camp.

Common Shares Outstanding: 164,888,114

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Item 6. The report is not being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102.

Item 7. No information has been omitted because it is believed it should remain confidential.

Item 8. Timothy Campbell, Vice President and Secretary may be contacted by telephone at 416-368-0999 or email at tc@hartegold.com concerning this report.

Item 9. DATED at Toronto, Ontario the 23rd day of May 2012

Harte Gold Corp.

"Timothy Campbell"
Timothy Campbell
Vice President & Secretary