MATERIAL CHANGE REPORT

TO: British Columbia Securities Commission
Alberta Securities Commission

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

KLONDIKE GOLD CORP.
Suite 711 – 675 West Hastings Street
Vancouver, B.C., Canada V6B 1N2

Item 2. **Date of Material Change** - February 9, 2005.

Item 3. **News Release -** News Release issued February 9, 2005, at Vancouver, BC.

Item 4. **Summary of Material Change** - Klondike Gold Corp. (the "Company") is in the process of planning its exploration program for the 2005 field season. This announcement focuses on the East Kootenay region of southeastern British Columbia, just one of three main areas in which the Company is advancing its exploration projects.

Item 5. **Full Description of Material Change** - Klondike Gold Corp. is in the process of planning its exploration program for the 2005 field season. This announcement focuses on just one of three main areas in which the Company is advancing its exploration projects. The three areas include an advanced exploration program in the famous Klondike gold fields, an advanced exploration project in the Slocan silver camp and the Purcell Basin Sullivan project in the East Kootenays.

In the East Kootenay region of southeastern British Columbia the Company's program will mainly involve drilling for Sullivan-type sedex targets in the Middle Proterozoic Purcell Supergroup. Klondike Gold owns or has under option approximately 4,000 claim units covering a large part of the prospective Aldridge Formation. Exploration in 2005 will focus on both following up or completing work begun in the 2004 season, as well as testing some unexplored basins. These basins are fault-bounded structural depressions similar to the Sullivan-North Star basin that hosts the Sullivan deposit. Initially, six drill targets are planned: Pitt-Ash, Spider Creek, Panda basin, Irishman and Payday.

The Pitt-Ash area is located at the southern end of the Sullivan-North Star basin, approximately 9 km south of the Sullivan mine. Drilling in 2002 (Pitt 02-2) by Klondike Gold Corp. intersected, near surface, semi-massive laminated sulphides at the Sullivan horizon. Subsequent drilling in 2003 and 2004 has shown that this sulphide intersection is in an uplifted structural block, and that the Sullivan horizon lies at depth immediately to the north. A 2004 drill hole (Pitt 04-1) located northwest of Pitt 02-2 was stopped in Middle Aldridge stratigraphy at 533 meters; this hole will be deepened to the Sullivan horizon in an attempt to locate the continuation of mineralization of Pitt 02-2.

The Spider Creek site also involves deepening, to Sullivan time, a hole that was begun in 2003. DDH Spid 03-1 is located at the intersection of two prominent structural lineaments; it was stopped prior to completion due to snow late in the season. The site is approximately 2 km east of the Kidd-Star deposit. Kidd-Star, acquired in 2004 by Klondike Gold, underwent considerable exploration by Kokanee Exploration Ltd. in 1990-1991 with the discovery of both bedded and disseminated lead-zinc mineralization. 2005 plans include deepening Spid 03-1 and re-evaluating a considerable amount of geological and geophysical data at Kidd-Starr, leading to defining drill targets.

The Panda basin is characterized by numerous surface exposures of vein mineralization, sedimentary fragmentals and tourmalinites. Only two holes, spaced 2.5 km apart have been drilled to Sullivan horizon depth. One of these (K97-3) intersected several meters of semi-massive, stratabound (vein) lead-zinc-silver mineralization in Middle Aldridge stratigraphy and the second, more northerly hole (L80-1 ext.) intersected a thick (43 meters) anomalous Sullivan horizon with 1 meter intervals containing up to 1140 ppm zinc and 250 ppm lead. In 2004, a drill hole between L80-1 and K97-3 was lost at 828 meters; 2005 plans include wedging off this hole and extending it to Sullivan time, and drilling a second hole (Irishman target) south of K97-3, closer to the intersection of the Panda basin with the northeast-trending Moyie fault.

On completion of drilling the Panda basin area, a hole begun in late 2004 near the western edge of the Payday structural basin will be extended to Sullivan horizon depth. Three holes farther east indicated local structural deepening within the basin, and locally highly anomalous lead-zinc-silver mineralization at the Sullivan horizon.

Klondike Gold also plans an aggressive exploration program on its gold targets in the East Kootenays, including work on the Thea Gold prospect, David and several other recent (2004) prospector discoveries. Work will also continue on several properties in the Rossland camp area, and in the Sandon silver camp.

Trygve Hoy, Ph. D. P. Eng. is the Qualified Person for the purposes of National Instrument 43-101 for the Company's East Kootenay Project.

Item 6. **Reliance on Section 7.1(2) or (3) of National Instrument 51-102**

Not applicable. This report is not being filed on a confidential basis.

Item 7. **Omitted Information**

Not applicable.

Item 8. **Executive Officer**

Mr. Richard Hughes, President
Telephone: (604) 685-2222.

DATED at Vancouver, British Columbia, this 10th day of February, 2005.