MATERIAL CHANGE REPORT

To: British Columbia Securities Commission
Alberta Securities Commission
Quebec Securities Commission
TSX Venture Exchange

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** – September 13, 2007.

Item 3. **News Release** – News Release issued September 12, 2007, at Vancouver, BC.

Item 4. **Summary of Material Change** – **Klondike Gold Corp. (TSX-V: KG)** is pleased to announce, subject to regulatory approval, that it has arranged a private placement for up to $1,000,000 through the sale of approximately 10,000,000 units.

Item 5. **Full Description of Material Change** – **Klondike Gold Corp. (TSX-V: KG)** is pleased to announce, subject to regulatory approval, that it has arranged a private placement for up to $1,000,000 through the sale of approximately 10,000,000 units. The financing will consist of both flow-through and non flow-through units priced at $0.10 per unit. Each of the units will consist of either one flow-through or non flow-through common share and one non flow-through non-transferable share purchase warrant entitling the holder to purchase one additional common share for a period of two years at a price of $0.10 per share.

Item 6. **Reliance on Section 7.1(2) or (3) of National Instrument 51-102** – Not applicable.

Item 7. **Omitted Information** – The undersigned is aware of no information of a material nature that has been omitted.

Item 8. **Executive Officer** – Mr. Richard Hughes, President of the Issuer, is knowledgeable about the material change and this report. He can be contacted at (604) 685-2222.

Item 9. **Date of Report** – Dated at Vancouver, British Columbia, this 13th day of September, 2007.