MATERIAL CHANGE REPORT

TO: British Columbia Securities Commission
Alberta Securities Commission
Quebec Securities Commission

Item 1. Name and Address of Company

Klondike Gold Corp.
#711 – 675 West Hastings Street
Vancouver, British Columbia V6B 1N2

Item 2. Date of Material Change:

June 20, 2008

Item 3. News Release

The press release was issued on June 20, 2008 in Vancouver, Canada.

Item 4. Summary of Material Change

Klondike Gold Corp. is pleased to announce that it has arranged a private placement for up to 10,000,000 units.

Item. 5 Full Description of Material Change

The Company is pleased to announce that it has arranged a private placement for up to 10,000,000 units. The financing will consist of both flow-through units and non flow-through units priced at $0.075 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.

In accordance with Exchange policies, finders' fees may be paid on a portion of the funds raised. The private placement is subject to regulatory approval.

The proceeds of the private placement will be used for drilling on the Company's Cranbrook properties and its Matarrow property, and for prospecting, trenching and sampling on its Chapleau Diamond and for general working capital.

Item 6. Reliance on subsection 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

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

Item 9. Date of Report

Dated at Vancouver, British Columbia this 20th day of June 2008.