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: April 5, 2012

Item 3. News Release: The press release was issued on April 5, 2012 in Vancouver, Canada.

Item 4. Summary of Material Change: KLONDIKE GOLD CORP. (TSX-V:KG) (the "Company") is pleased to announce that it has received conditional approval from the TSX Venture Exchange for its takeover bid for the shares of Klondike Star Mineral Corporation ("KSMC") and that the management and Board of Directors of Klondike Star Mineral Corporation recently signed a letter of support for the Takeover Bid. The Company previously announced the proposed offer to exchange one share of Klondike Gold Corp. for four shares of Klondike Star Mineral Corporation in its news release dated March 1, 2012.

Item. 5 Full Description of Material Change

KLONDIKE GOLD CORP. (TSX-V:KG) (the "Company") is pleased to announce that it has received conditional approval from the TSX Venture Exchange for its takeover bid for the shares of Klondike Star Mineral Corporation ("KSMC") and that the management and Board of Directors of Klondike Star Mineral Corporation recently signed a letter of support for the Takeover Bid. The Company previously announced the proposed offer to exchange one share of Klondike Gold Corp. for four shares of Klondike Star Mineral Corporation in its news release dated March 1, 2012.

A successful takeover of KSMC will increase the land position held by the Company from 700 quartz claims covering 130 square km, to approximately 1100 claims covering 200 square km, (100% owned) which represents more than 70% of the Bonanza Eldorado Catchment area credited with providing over 50% of the historic gold production in the Klondike. Eldorado creek alone is reported to have produced over 2 million ounces of gold over as little as 8 km of placer workings while Upper Bonanza reported over 1 million ounces over 5 km of placer workings Both of these creeks lie immediately adjacent to the company's flagship Lone Star property.

The Company's takeover bid is contingent on the tendering of a sufficient number of KSMC shares to bring the company's shareholdings in KSMC to a minimum of 66.6%; the satisfying of the exchange's filing requirements; and the completion of the Company's due diligence process.

As announced in a February 8, 2012 news release, the Company has engaged the IR services of the Raya Group Inc. of Vancouver. This engagement is on a consulting basis for a term of one year at an anticipated cost for the next 12 months of $ 60,000 plus 50,000 incentive stock options. The Raya Group is headed by Robert A. Young who has over 20 years experience in working with the investment community.

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

Erich Rauguth, President
Telephone: (604) 685-2222

Item 9. Date of Report

Dated at Vancouver, British Columbia this 5th of April 2012