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: May 1, 2012

Item 3. News Release: The press release was issued on May 1, 2012 in Vancouver, Canada.

Item 4. Summary of Material Change: (the "Company") is pleased to announce that it has entered into an option agreement with PJX Resources Inc. ("PJX") The agreement allows PJX to obtain a 50% undivided interest to the Company's Vine Project, located 11 kilometers southwest of Cranbrook, British Columbia. The Property encompasses 84 claims and covers an area of 6,301 hectares. Under the terms of the option PJX is committed to spending a total of $1,500,000 over five years on the property, of which $1,000,000 must be spent on drilling. PJX will also issue to the Company up to a of 200,000 shares.

Item. 5 Full Description of Material Change

(the "Company") is pleased to announce that it has entered into an option agreement with PJX Resources Inc. ("PJX") The agreement allows PJX to obtain a 50% undivided interest to the Company's Vine Project, located 11 kilometers southwest of Cranbrook, British Columbia. The Property encompasses 84 claims and covers an area of 6,301 hectares. Under the terms of the option PJX is committed to spending a total of $1,500,000 over five years on the property, of which $1,000,000 must be spent on drilling. PJX will also issue to the Company up to a of 200,000 shares.

This transaction compliments Klondike Gold Corps forward looking strategy of seeking to joint ventures its base metal projects with partners that have the capacity to finance and operate them. Klondike Gold will focus on advancing its gold properties with priority given to its Lone Star project in Yukon Territory.

The Company also announces the purchase of two mining claims from Kootenay Silver Inc. These claims are contiguous with Company's Hughes Range property located 24 km north-east of Cranbrook, British Columbia. The terms of the agreement are a onetime payment of $10,000, and should either of these two claims go into commercial production the Company will issue 250,000 shares to Kootenay Silver Inc.

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 1st day of May 2012