FORM 51-102F3

MATERIAL CHANGE REPORT

ITEM 1 NAME AND ADDRESS

Klondike Gold Corp. (the "Company")
Suite 3123 - 595 Burrard Street
Vancouver, BC V7X 1J1

ITEM 2 DATE OF MATERIAL CHANGE

July 28, 2014

ITEM 3 NEWS RELEASE

The Company issued a press release through FSC wire a division of Filing Services Canada Inc. on July 24, 2014.

ITEM 4 SUMMARY OF MATERIAL CHANGE:

Effective Monday, July 28, 2014 (the "Effective Date"), the Company completed the consolidation (the "Consolidation") of its common shares, on the basis of ten (10) pre-Consolidation common shares for one (1) post-Consolidation common share.

ITEM 5 FULL DESCRIPTION OF MATERIAL CHANGE

The Company has completed the Consolidation of its common shares on the basis of ten (10) pre-Consolidation common shares for one (1) post-Consolidation common share. The Board of Directors approved the Consolidation of the Company's common shares on July 4, 2014.

Prior to the Effective Date, the Company had 128,728,462 common shares issued and outstanding. As at the Effective Date the Company has approximately 12,872,789 common shares issued and outstanding. The Company will not change its name as part of the Consolidation, but will issue new share certificates under a new CUSIP number, which is 498903301. The Company's common shares will continue to trade on the TSX Venture Exchange under its current symbol "KG".

ITEM 6 RELIANCE ON SUBSECTION 7.1(2) OF NATIONAL INSTRUMENT 51-102

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

ITEM 7 OMITTED INFORMATION

N/A

ITEM 8 EXECUTIVE OFFICER

The following executive officer of the Company is knowledgeable about the material change and this report:

Mr. Jeremy Crichton, Chief Financial Officer – Telephone: 604-609-6126

ITEM 9 DATE OF REPORT

September 04, 2014