

AURCREST GOLD INC.
Suite 808, 67 Yonge Street
Toronto, Ontario
M5E 1J8

FILED VIA SEDAR

Ontario Securities Commission
19th Floor, 20 Queen Street West
Toronto, Ontario, M5H 3S8

Alberta Securities Commission
#600 250 - 5th Street SW
Calgary, Alberta, T2P 0R4

Attention: Continuous Disclosure

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British Columbia Securities Commission
12th Floor, Pacific Centre, 701 W. Georgia St.
Vancouver, B.C., V7Y 1L2

TSX Venture Exchange
130 King Street West, 3rd Floor
Toronto, Ontario, M5X 1J2

Attention: Continuous Disclosure

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Dear Sirs/Mesdames:

RE: Material Change Report

1. The name of the reporting issuer is **AurCrest Gold Inc.** (“**AurCrest**” or the “**Company**”), whose principal office is at 67 Yonge Street, Suite 808, Toronto, Ontario, M5E 1J8.
2. The material change occurred on April 14, 2015.
3. A Press Release was published at Toronto on April 15, 2015.
4. On April 15, 2015, the Company announced the appointment of Christopher Angeconeb as Executive Vice President. This move recognises Christopher’s management skills and his growing reputation amongst First Nations members of the Mining Community. This decision is made with the intention of moving Christopher into the position of President, possibly as early as September 2015. AurCrest’s Board of Directors feels this is an important step for the company and helps realise a long standing vision of creating a truly representative exploration company.

The Company also provided an update on its Richardson Lake Gold Discovery as set out below.

5. These changes are intended to strengthen the company and allow us to meet our responsibility to find a meaningful and successful path forward with our partners, shareholders and friends in whose community we are actively exploring for Gold.

Christopher Angeconeb:

Christopher is a member of the Lac Seul First Nation, which is collectively one of AurCrest's largest shareholders. Christopher has recently begun to offer independent consulting services to First Nations and the resource development industry.

Christopher has technical and project management background working in Northwestern Ontario since 1993, including Aboriginal non-profit group work for cultural competency and small business development beginning in 2004. Mr. Angeconeb acted as co-ordinator for the Federal Specific Claim negotiations beginning in 2006, then as Lands & Resources Coordinator, and ultimately as General Manager Economic Development for Lac Seul First Nation. Through these positions he has gained extensive experience in Mineral industry negotiations, permitting consultations, exploration and resource development agreements, policy and strategic planning advisory, business development and corporate management. Christopher has been a Board Member of AurCrest Gold since 2011, and the Board and Management are very happy to welcome Christopher into a full time leadership role in the management and direction of the company.

Project Update – Richardson Lake Gold Discovery:

As a further update to the shareholders AurCrest would like to take this opportunity to express our thanks to those who financed our work in 2014, which saw amongst other things, the flying of a Total Field Magnetics (TMI) airborne survey comprising 511.6 line kilometres by Geotech Limited of Aurora Ontario over the Company's 10 kilometre Richardson Lake Property. The airborne survey outlined green-fields targets for further exploration. The 2014 program was also highlighted by the drilling of another significant gold intercept on the Richardson Lake project.

The drill program in 2014 encountered another significant gold zone and has served to model the Richardson Lake and associated gold systems. (see press release November 4, 2014)

RICHARDSON LAKE DRILL RESULTS

Drill hole	From (m)	To (m)	Interval (m)	Au (g/t)
R1-14-08	369	387	18	1.85
including	377	387	10	2.93
including	381	385.5	4.5	6.00
including	380	383.5	3.5	7.57
including	381	383.5	2.5	10.4

The 2014 drill program has established a model of north-south trending faults for the Richardson Lake project. This set of structural controls for the gold system that intercept the past producing Argosy Mine to the south, and carries on north to intercept the Jacquie Girl Iron Formation, covers an area of 2.4 km's N/S by 1.5 km's E/W. These

North/South faults are now defined as the structural controls for the high grade Gold occurring at the Argosy mine site and on the Richardson Lake project.

Further work to continue defining this new gold discovery and to explore the potential to the west along the Jacquie Girl Iron Formation is planned for this year.

Blaine Webster P Geo., a Director of AurCrest and a qualified person as defined by National Instrument 43-101, has reviewed and approved the technical information contained in this material change report.

Forward Looking Statement:

Some of the statements contained herein may be forward-looking statements which involve known and unknown risks and uncertainties. Without limitation, statements regarding potential mineralization and resources, exploration results, and future plans and objectives of the Company are forward looking statements that involve various risks. The following are important factors that could cause the Company's actual results to differ materially from those expressed or implied by such forward looking statements: changes in the world wide price of mineral commodities, general market conditions, risks inherent in mineral exploration, risks associated with development, construction and mining operations, the uncertainty of future profitability and the uncertainty of access to additional capital. There can be no assurance that forward-looking statements will prove to be accurate as actual results and future events may differ materially from those anticipated in such statements. AurCrest undertakes no obligation to update such forward-looking statements if circumstances or management's estimates or opinions should change. The reader is cautioned not to place undue reliance on such forward-looking statements.

6. This report is not being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102.
7. No information is omitted because it is to be kept confidential.
8. Mr. Ian Brodie-Brown, President and C.E.O. of the Company, may be contacted at 416-368-2929 concerning this report.
9. The foregoing accurately discloses the material change referred to herein.

DATED at Toronto, Ontario this 22nd day of April, 2015.

AURCREST GOLD INC.

“William R. Johnstone”

Per:

WILLIAM R. JOHNSTONE
Corporate Secretary