FORM 51-102F3
(Previously Form 53-901F)
Material Change Report

Item 1: Name and Address of Company

Freegold Ventures Limited
PO Box 10351, Suite 888 - 700 West Georgia Street, Vancouver, BC V7Y 1G5

Item 2: Date of Material Change: June 28, 2013

Item 3: News Release:
A news release dated and issued on June 28, 2013 was disseminated through Canada News Wire

Item 4: Summary of Material Change:
Results of the Annual and Special General Meeting

Item 5: Full Description of Material Change:

June 28, 2013 (Vancouver, BC) -- Freegold Ventures Limited (TSX: FVL, Frankfurt: FR4N) ("Freegold", the Company) today announced that all matters set out in the management information circular dated May 9, 2013 for the 2013 Annual and Special Meeting of Shareholders held on June 28, 2013 (the “Meeting”) were approved by the shareholders. Over 37,000,000 million shares were voted representing 50.2% of the outstanding shares of the Company.

The following five nominees were elected as directors of Freegold. The detailed results of the vote for the election of directors are set out below:

Nominee	# of Votes For	% of Votes For	# of Votes Withheld	% of Votes Withheld
David Knight	37,105,262	99.95	19,530	0.05
Kristina Walcott	37,105,747	99.95	19,045	0.05
Alvin Jackson	37,105,747	99.95	19,045	0.05
Gary Moore	37,085,581	99.89	39,211	0.11
Garnet Dawson	37,085,581	99.89	39,211	0.11

The Company’s shareholders also approved the appointment of James Stafford, Inc., Chartered Accountants as the auditors of the Company; the existing articles were deleted in their entirety and replaced with new articles; and the warrants to insiders were extended.

Each of the matters voted upon at the Meeting is discussed in detail in the Company’s Information Circular dated May 9, 2013 which is filed under the Company’s profile at www.sedar.com.

At the first meeting of the newly constituted Board of Directors held immediately after the Meeting, David Knight was re-appointed as Chairman of the Board, and the following individuals were re-appointed as executive officers of the Company:

Kristina Walcott, President & Chief Executive Officer, Gordon Steblin, Chief Financial Officer, and Alvin Jackson, Vice President, Exploration & Development.

The Board of Directors appointed Gary Moore (Chair), Garnet Dawson and David Knight as the audit committee and David Knight (Chair), Garnet Dawson, and Gary Moore as the compensation and corporate governance committee.

About Freegold Ventures Limited

Freegold is a TSX listed company focused on the exploration of gold projects in Alaska. In addition to the Golden Summit Gold Project, the company holds a 100% in lease interest in the Rob Gold Project near the Pogo Gold Mine in the Goodpaster Mining District of Alaska and has an exploration agreement with option to lease the Vinasale Gold project in central Alaska.

Item 6: Reliance on subsection 7.1(2) or (3) of National Instrument 51-102:

If this Report is being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102, state the reasons for such reliance.

Not Applicable

Item 7: Omitted Information

Not Applicable

Item 8: Executive Officer

Kristina Walcott, President and CEO, Telephone: 604.662.7307

Item 9: Statement of Senior Officer

Dated at the City of Vancouver, in the Province of British Columbia this 28th day of June 2013