MATERIAL CHANGE REPORT
UNDER SECTION 85 (1) OF THE B.C. SECURITIES ACT
(Previously Form 27)

ITEM 1 REPORTING ISSUER

Great Basin Gold Ltd.
1020 – 800 West Pender Street
Vancouver, BC
V6C 2V6

(the "Company")

ITEM 2 DATE OF MATERIAL CHANGE

May 18, 2006

ITEM 3 PRESS RELEASE

A press release was disseminated on May 18, 2006 through various approved media, and was filed through the SEDAR system on May 18, 2006.

ITEM 4 SUMMARY OF MATERIAL CHANGE

Great Basin Gold Ltd. (TSX: GBG; AMEX: GBN) (the "Company") is pleased to announce that it today closed a previously announced short form prospectus offering of 11,200,000 common shares on a bought-deal basis at the price of Cdn $2.25 per share.

ITEM 5 FULL DESCRIPTION OF MATERIAL CHANGE

See attached news release.

ITEM 6 RELIANCE ON SECTION 85 (2) OF THE ACT

Not applicable

ITEM 7 OMITTED INFORMATION

Not applicable

ITEM 8 SENIOR OFFICERS

Senior officer of the reporting issuer who is knowledgeable about the material change:

Jeffrey R. Mason
Director, Chief Financial Officer, and Secretary
Telephone: (604) 684-6365; Facsimile: (604) 684-8092

ITEM 9 STATEMENT OF SENIOR OFFICER

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia, this 18th day of May 2006

/s/ Jeffrey R. Mason

Jeffrey R. Mason
Director, Chief Financial Officer, and Secretary

IT IS AN OFFENCE FOR A PERSON TO MAKE A STATEMENT IN A DOCUMENT REQUIRED TO BE FILED OR FURNISHED UNDER THE APPLICABLE SECURITIES LEGISLATION THAT, AT THE TIME AND IN THE LIGHT OF THE CIRCUMSTANCES UNDER WHICH IT IS MADE, IS A MISREPRESENTATION.

GREAT BASIN GOLD LTD.

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GREAT BASIN GOLD LTD. COMPLETES $25 MILLION FINANCING

May 18, 2006 – Great Basin Gold Ltd. (TSX: GBG; AMEX: GBN) (the "Company") is pleased to announce that it today closed a previously announced short form prospectus offering of 11,200,000 common shares on a bought-deal basis at the price of Cdn $2.25 per share. The figure includes an over-allotment option of 4,500,000 shares which Pacific International Securities Inc and BMO Nesbitt Burns Inc. fully exercised. The financing raised gross proceeds to the Company of $25.2 million. The private placement financing of $10 million for shares at the same price is expected to complete next week.

About Great Basin Gold Ltd.

Great Basin Gold Ltd. is an international gold exploration and development company, listed on the Toronto Stock Exchange and the American Stock Exchange (www.greatbasingold.com).

This news release does not constitute an offer to sell or a solicitation of an offer to sell any of the securities in the United States. The securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act") or any state securities laws and may not be offered or sold within the United States or to U.S. Persons unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available.

For additional details, please visit the Company's website at www.greatbasingold.com or contact Investor Services at (604) 684-6365 or within North America at 1-800-667-2114.

Ferdi Dippenaar
President and CEO

No regulatory authority has approved or disapproved the information contained in this news release.