

MATERIAL CHANGE REPORT FORM 51-102F3

Item 1 Name and Address of Company

Bear Lake Gold Ltd. (the “**Company**”)
Suite 411, West Tower
1111 St-Charles St. West
Longueuil, Quebec J4K 5G4

Item 2 Date of Material Change

April 5, 2010 and April 13, 2010

Item 3 News Release

News releases with respect to the material change referred to in this report were issued via Marketwire on April 5, 2010 and April 13, 2010. Copies of the news releases have been filed on SEDAR and are available at www.sedar.com.

Item 4 Summary of Material Change

On April 5, 2010, the Company announced that it has reached an agreement in principle to settle the class action commenced in Ontario against the Company, its directors and certain of its current and former officers, not including Bernard Boily, its former Vice President Exploration. An agreement in principle to settle with Mr. Boily was announced on April 13, 2010.

Item 5 Full Description of Material Change

On April 5, 2010, the Company announced that it had reached an agreement in principle to settle the class action commenced in Ontario against the Company, its directors and certain of its current and former officers (the “**Class Action**”). The initial agreement in principle to settle did not include Bernard Boily. On April 13, 2010 the Company announced that an agreement in principle to settle has also been reached with Bernard Boily.

The claims in the Class Action remain unproven and the Class Action has not received court approval.

The agreement in principle provides for the settlement, release and dismissal of all claims asserted against the Company and the individual proposed defendants. The settlement amount is to be funded primarily through directors and officers insurance coverage, with a contribution from the Company.

The agreement in principle remains subject to final settlement documentation and court approval. The proposed settlement does not and will not constitute any admission of liability by the Company or its officers, directors or employees.

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

There is no reliance on subsection 7.1(2) or (3) of National Instrument 51-102.

tem 7 Omitted Information

No information has been omitted on the basis that it is confidential information.

Item 8 Executive Officer

Carole Plante, Corporate Secretary
Telephone: 450-677-1009

Item 9 Date of Report

April 13, 2010