Form 51-102F3

MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

New Guinea Gold Corporation
(“NGG” or the “Company”)
Suite 900, 595 Howe Street
Vancouver, BC V6C 2T5

Item 2 Date of Material Change

June 1, 2011

Item 3 News Release

The Company’s news release was disseminated on June 21, 2011**.**

Item 4 Summary of Material Change

Effective June 1, 2011, Mr. Robert McNeil has stepped down as Acting Chief Executive Officer and Mr. Ces Iewago has been appointed Acting Chief Executive Officer in his place.

Mr. Wayne Johnston has resigned as Chief Operating Officer and has been appointed as General Manager of the Sinivit Gold project.

Item 5.1 Full Description of Material Change

Mr. Robert McNeil has stepped down as Acting Chief Executive Officer effective June 1, 2011. He will continue to advise the Company as a consultant until the end of July. The Board of Directors wishes to thank Mr McNeil for his many years of commitment to the development of the Company and for assuming the role of interim CEO during the transitional period after announcement of his retirement.

The Board continues the search for a new Chief Executive Officer and is confident that the transition of senior management will be completed shortly. In the meantime, Mr. Ces Iewago, Chairman of the Board of Directors, will assume the role of Acting CEO pending a further announcement in the near future.

The Company also announces that Mr. Wayne Johnston has resigned his statutory position as COO to focus his efforts in the role of General Manager of the Sinivit Gold project.

Item 5.2 Disclosure for Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Betty Anne Loy, Corporate Secretary, at 604.689.1515 ext 103

Item 9 Date of Report

June 21, 2011