

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

July 26, 2011

Item 3 News Release

The Company's news release was disseminated on July 26, 2011.

Item 4 Summary of Material Change

The Company has granted an aggregate of 3,600,000 options exercisable at \$0.10 for five years.

Item 5.1 Full Description of Material Change

The Company has granted an aggregate of 3,600,000 options exercisable at \$0.10 for five years, to directors, officers and consultants of the Company, as well as to senior management and certain key employees of NGG and its wholly owned operating subsidiaries of the Company, subject to Exchange approval.

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

July 26, 2011