

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 25, 2012

Item 3 News Release

The Company's news release was disseminated on July 25, 2012

Item 4 Summary of Material Change

Mr Ben Graham has resigned as the Company's Chief Financial Officer.

Item 5.1 Full Description of Material Change

Mr Ben Graham has resigned as the Company's Chief Financial Officer. Mr Graham will remain with NGG as its Financial Controller.

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

Greg Heaney, President, at +61 7 3003 0100

Item 9 Date of Report

July 25, 2012