

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Atlanta Gold Inc.
5600 – 1 First Canadian Place
100 King Street West
Toronto, Ontario
M5X 1C9

Item 2 Dates of Material Changes

September 6, 2011.

Item 3 News Release

A news release with respect to the material change described herein was released on September 6, 2011 via CNW and filed on SEDAR.

Item 4 Summary of Material Change

Atlanta Gold Inc. (the “Company”) announced that it had appointed W. Warren Holmes, the Executive Vice Chairman of the Board of Directors, as interim President and Chief Executive Officer of the Company to facilitate the transition to a new chief executive officer. Bill Baird, the former President and CEO will continue with the Company as Vice-President and Chief Financial Officer.

Item 5 Full Description of Material Change

The Company announced that W. Warren Holmes, the Executive Vice Chairman of the Board of Directors, had been appointed interim President and Chief Executive Officer of the Company to facilitate the transition to a new chief executive officer. The Board of Directors of the Company has appointed a committee to undergo the search for a suitable candidate. Bill Baird, the former President and Chief Executive Officer, will continue with the Company as Vice-President and Chief Financial Officer, replacing in the role of CFO, Mr. Domenico Bertucci, who most recently had been the Company’s acting CFO.

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

None.

Item 7 Omitted information

None.

Item 8 Executive Officer

For further information, contact Bill Baird, Vice-President and Chief Financial Officer of the Company at 416-777-0013.

Item 9 Date of Report

September 8, 2011.