

FORM 51-102F3
Material Change Report

Item 1 Name and Address of Company

TNR Gold Corp. (the "Company")
620 – 650 West Georgia St.
Vancouver, B.C.
V6B 4N9 Tel: (604) 687-7551

Item 2 Date of Material Change

June 28, 2013

Item 3 News Release

News release dated June 28, 2013 disseminated in Vancouver, British Columbia.

Item 4 Summary of Material Change

The company has arranged to extend the \$1-million bridge loan, from one of its current shareholders, from July 1, 2013 to January 1, 2014. The loan bears interest at 8 percent per year and is secured by a promissory note, general security agreement and deed of trust over the company's mining claims located in Alaska.

Full Description of Material Change

Please see attached news release dated June 28, 2013.

Item 5 Reliance on subsection 7.1(2) or (3) of National Instrument 51 102

This Report is not being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102.

Item 6 Omitted Information

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

Item 7 Executive Officer

Inquiries in respect of the material change referred to herein may be made to:

Jerry Bella, CFO
TNR Gold Corp.
Telephone: (604) 687-7551

DATED this 28th day of June, 2013.



Symbol: TNR:TSXV
CUSIP: #87260X 10
SEC 12g3-2(b): Exemption #82-4434

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TNR Gold Extends Bridge Loan Financing To January 1, 2014

Vancouver BC, June 28, 2013: TNR Gold Corp. (The “Company” or “TNR”) has arranged to extend the \$1-million bridge loan, from one of its current shareholders, from July 1, 2013 to January 1, 2014. The loan bears interest at 8 percent per year and is secured by a promissory note, general security agreement and deed of trust over the company's mining claims located in Alaska.

ABOUT TNR GOLD CORP www.tnrgoldcorp.com

Over the past twenty-one years TNR, through its lead generator business model, has been successful in generating high quality exploration projects around the globe. With the Company's expertise, resources and industry network, it is well positioned to aggressively identify, source, explore, partner and continue to expand its project portfolio.

On April 22, 2013 TNR Gold reported an inferred mineral resource at the Shotgun Gold project in Alaska containing 20,734,313 tonnes at 1.06 grams per tonne (“g/t”) gold for a total of 705,960 ounces gold (“Au”) using a 0.5 g/t Au cut-off (see news release dated 22 April 2013).

TNR is also a major shareholder of International Lithium Corp. (TSX:ILC.V) (“ILC”), a company created by TNR to advance its internationally acquired lithium prospects. TNR currently holds about 25.5% of the outstanding shares of ILC.

At its core, TNR provides significant exposure to gold and copper through its holdings in Alaska and Argentina and is committed to continued generation of in-demand projects, while diversifying its markets and building shareholder value.

John Harrop, PGeo, FGS, and Vice President, Exploration of the Company is a "Qualified Person" as defined under NI 43-101 and has reviewed and approved the technical content of this news release.

For further details please see our website at <http://www.tnrgoldcorp.com/s/NewsReleases.asp>

On behalf of the board,

Gary Schellenberg
President

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this Q&A. Statements in this Q&A other than purely historical information, historical estimates should not be relied upon, including statements relating to the Company's future plans and objectives or expected results, are forward-looking statements. Q&A may contain certain "Forward-Looking Statements" within the meaning of Section 21E of the United States Securities Exchange Act of 1934, as amended. Forward-looking statements are based on numerous assumptions and are subject to all of the risks and uncertainties inherent in the Company's business, including risks inherent in resource exploration and development. As a result, actual results may vary materially from those described in the forward-looking statements.