FORM 51-102F3
Material Change Report

ITEM 1. NAME AND ADDRESS OF COMPANY

Prodigy Gold Inc. (the "Issuer")
1205 - 700 West Pender Street
Vancouver, BC V6C 1G8

ITEM 2. DATE OF MATERIAL CHANGE

March 8, 2011

ITEM 3. NEWS RELEASE

The date of the news release is March 8, 2011 the method of dissemination of the news release under section 7.1 of National Instrument 51-102 was through Canada Stockwatch and Marketwire L.P. at Vancouver, British Columbia.

ITEM 4. SUMMARY OF MATERIAL CHANGE

The Issuer announced that it has arranged a non-brokered private placement of 7,000,000 units for total proceeds of $3,150,000 (the "Offering").

ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE

The Issuer announced that it has arranged a non-brokered private placement pursuant to which Macquarie Bank Limited proposes to acquire 7,000,000 units of the Issuer at a price of $0.45 per unit for proceeds of $3,150,000. Each unit consists of one common share of the Issuer and one-half of one transferable common share purchase warrant (the "Units"). Each warrant entitles the holder, on exercise thereof, to purchase one additional common share at a price of $0.60 for a period of 24 months from the completion of the Offering, provided that if the daily volume weighted average price for twenty (20) consecutive days of shares of the Issuer on the TSX Venture Exchange (or such other stock exchange on which shares of the Issuer are listed exceeds $0.75 per share, the expiry date of the Warrants may be accelerated to the day which is thirty (30) calendar days after notice of acceleration has been sent by the Issuer to the holders of Warrants. The Offering is being made pursuant to an exemption from the prospectus requirements and is subject to the usual conditions and the receipt of all required regulatory approvals, including approval of the TSX Venture Exchange.

The proceeds from the private placement will be used to fund the Issuer's ongoing exploration and development at the Magino mine project and general corporate purposes.

ITEM 6. RELIANCE ON SUBSECTION 7.1(2) or (3) OF NATIONAL INSTRUMENT 51-102

This report is not being filed on a confidential basis.

ITEM 7. OMITTED INFORMATION

There are no significant facts required to be disclosed herein which have been omitted.

ITEM 8. EXECUTIVE OFFICER

Contact: Brian Maher, CEO
Telephone: (604) 688-9600

ITEM 9. DATE OF REPORT

March 10, 2011