FORM 51-102F3
Material Change Report

PART 1 GENERAL INSTRUCTIONS AND INTREPRETAION

(a) Confidentiality

If this Report is filed on a confidential basis, state in block capitals "CONFIDENTIAL" at the beginning of the Report.

(b) Use of "Company"

Wherever this Form uses the word "company" the term includes other types of business organizations such as partnerships, trusts and other unincorporated business entities.

(c) Number and Headings

The numbering, headings and ordering of the items included in this Form are guidelines only. You do not need to include the headings or numbering or follow the order of items in this Form. Disclosure provided in response to any item need not be repeated elsewhere.

(d) Defined Terms

If a term is used but not defined in this Form, refer to Part 1 of National Instrument 51-102 and to National Instrument 14-101 *Definitions*. If a term is used in this Form and is defined in both the securities statute of a local jurisdiction and in National Instrument 51-102, refer to section 1.4 of Companion Policy 51-102CP.

(e) Plain Language

Write the Report so that readers are able to understand it. Consider both the level of detail provided and the language used in the document. Refer to the plain language principles listed in section 1.5 of Companion Policy 51-102CP. If you use technical terms, explain them in a clear and concise manner.

PART 2 CONTENT OF MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Prodigy Gold Incorporated
#1205 – 700 West Pender Street, Vancouver BC V6C 1G8

Item 2. Date of Material Change

August 30, 2011

Item 3. News Release

The date of the news release is August 30, 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

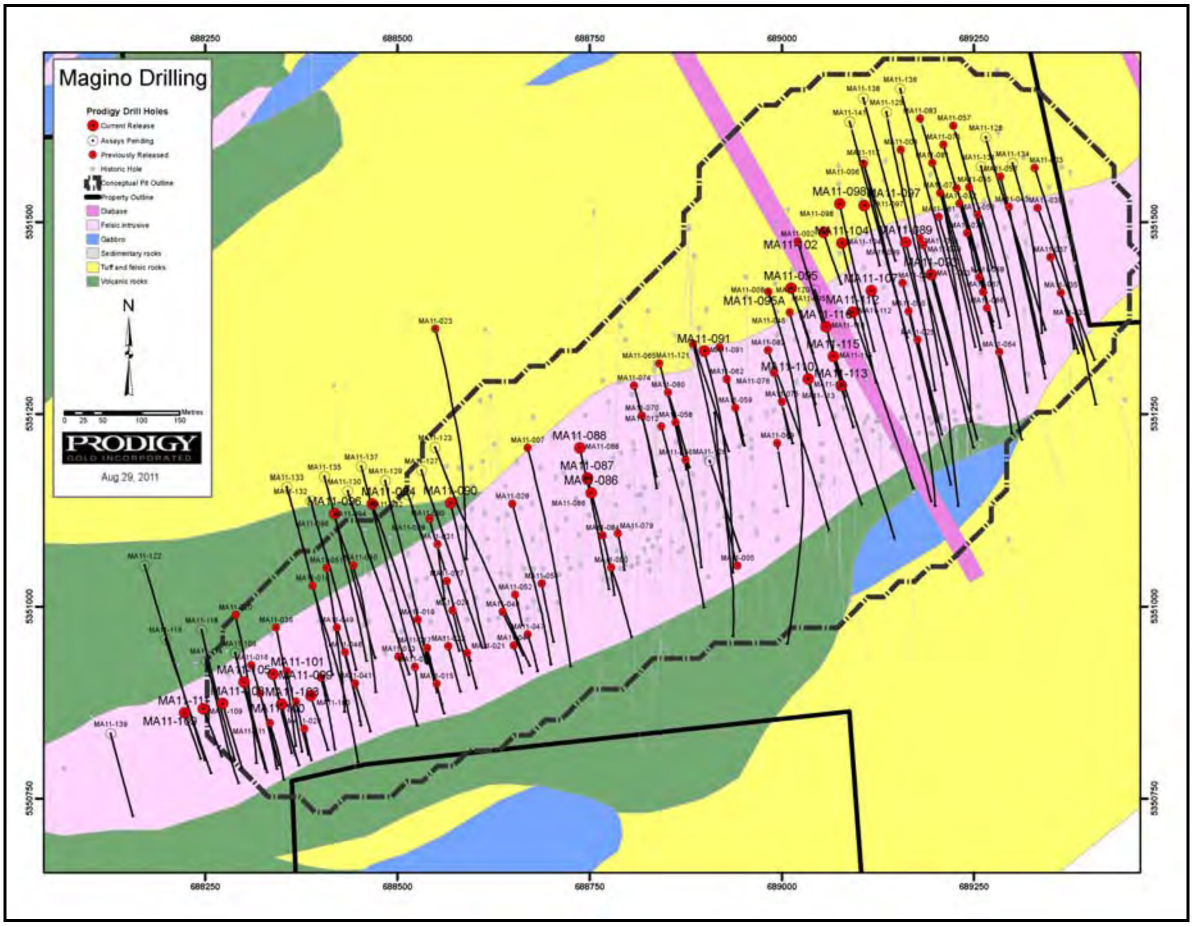
Magino Resource Expansion Drilling Continues: 161 metres grading 1.35 gpt Gold and 36 metres Grading 2.64 gpt Gold

Item 5. Full Description of Material Change

Prodigy Gold Incorporated (PDG: TSX.V) is pleased to announce additional results from its in-fill and resource expansion drilling program at its 100% owned Magino mine gold project in Ontario. The drill results reported here come from two portions of the Magino gold deposit: the southwest corner of the proposed open pit and the central area. Drill hole MA11-105 intercepted a thick zone of good grade gold mineralization in the southwest area: 161.1 metres grading 1.35 gpt gold. In the central area, drill hole MA11-102 cut 36.3 metres of higher grade gold: 2.64 gpt. Drill hole MA11-098, located northeast of hole -102, intercepted 129.0 metres grading 1.01 gpt gold. These drill results, combined with previously announced results from the in-fill drilling program, are fulfilling the objective for the program: Expand gold resources and reduce the strip ratio within the proposed open pit. These data will be utilized in the upcoming update to the Magino gold resource estimate expected in late September. Brian J. Maher, President and CEO of Prodigy Gold comments: "The results to date from our in-fill drilling program continue to be very encouraging. We are on track to release an updated resource estimate in late September followed by a revised PEA. The nearly completed in-fill drilling program, combined with additional metallurgical studies and the recently reported geotechnical data allowing for steeper pit walls should significantly improve project economics." A drill hole location map and complete table of drill results are shown below.

Drill Hole	From (metres)	To (metres)	Length (metres)	Azimuth (360 deg)	Dip (angle below surface)	Est. True Thickness (metres)	From (Depth Below Surface (metres))	To (Depth Below Surface (metres))	Grade (gpt gold)
MA11-086	11.0	61.0	50.0	164	-48	38.0	8.4	46.7	0.43
MA11-087	*nsv*								*nsv*
MA11-088	145.0	217.0	72.0	167	-51	0.0	0.0	166.2	1.30
MA11-089	136.0	199.0	63.0	165	-48	54.7	126.9	152.4	1.02
MA11-090	37.0	59.0	22.0	166	-50	16.7	28.3	45.2	0.75
MA11-091	62.0	349.0	287.0	165	-49	218.1	47.5	267.3	0.64
MA11-093	239.0	282.0	43.0	169	-50	32.7	183.1	216.0	1.15
MA11-094	72.0	105.0	33.0	159	-49	25.1	55.2	80.4	0.97
MA11-095	44.0	137.0	93.0	160	-51	70.7	33.7	104.9	0.71
MA11-095A	45.0	256.0	211.0	160	-50	160.4	34.5	196.1	0.40
also	265.0	449.0	184.0			139.8	203.0	343.9	0.59
MA11-096	142.0	311.0	169.0	167	-55	128.4	108.8	238.2	0.35
MA11-097	79.0	118.4	39.4	165	-49	29.9	60.5	90.7	1.15
MA11-098	94.0	223.0	129.0	167	-50	98.0	72.0	170.8	1.01
MA11-099	83.0	142.0	59.0	166	-49	44.8	63.6	108.8	0.47
MA11-100	93.0	119.0	26.0	162	-52	19.8	71.2	91.2	1.23
MA11-101	2.3	57.0	54.7	167	-52	41.6	1.8	43.7	0.40
MA11-102	74.0	110.3	36.3	162	-50	27.6	56.7	84.5	2.64
MA11-103	42.0	137.0	95.0	164	-53	72.2	32.2	104.9	0.59
MA11-104	172.0	278.0	106.0	166	-48	80.6	131.8	212.9	0.56
MA11-105	15.9	177.0	161.1	165	-51	122.4	12.2	135.6	1.35
MA11-107	283.0	431.0	148.0	165	-48	112.5	216.8	330.1	0.67
MA11-108	20.2	100.0	79.8	162	-49	60.6	15.5	76.6	0.50
also	125.0	134.0	9.0			6.8	95.8	102.6	1.59
MA11-109	*nsv*								*nsv*
MA11-110	68.0	95.0	27.0	166	-49	20.5	52.1	72.8	0.56
MA11-111	*nsv*								*nsv*
MA11-112	211.0	267.0	56.0	162	-51	42.6	161.6	204.5	1.08
MA11-113	4.2	73.0	68.8	165	-49	52.3	3.2	55.9	0.41
MA11-115	0.2	86.0	85.8	165	-50	65.2	0.2	65.9	0.87
MA11-116	*nsv*								*nsv*

Note: *NSV* = no significant values. All assays are capped at 40 gpt gold.



Additional in-fill drilling will continue at Magino for several weeks. When completed, the drill rigs will then concentrate on exploration targets near the Magino deposit and on higher grade, deeper extensions to the Magino gold system.

INSTRUCTION

If your company is engaged in oil and gas activities, the disclosure under Item 5 must also satisfy the requirements of Part 6 of National Instrument 51-101 Standards of Disclosure for Oil and Gas Activities.

Item 6. Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable

INSTRUCTION

Refer to subsections 7.1 (4), (5), (6) and (7) of National Instrument 51-102 concerning continuing obligations in respect of reports filed under subsection 7.1(2) or (3) of National Instrument 51-102.

Item 7. Omitted Information

Not applicable

INSTRUCTIONS

In certain circumstances where a material change has occurred and a Report has been or is about to be filed but subsection 71.(2), (3) or (5) of National Instrument 51-102 is not or will no longer be relied upon, your company may nevertheless believe one or more significant facts otherwise required to be disclosed in the Report should remain confidential and not be disclosed or not be disclosed in full detail in the Report.

Item 8. Executive Officer

The following executive officer (or the name of an officer through whom such executive officer may be contacted) of the Company is knowledgeable about the material change disclosed in this report.

Brian J. Maher, President & Chief Executive Officer
Business Telephone No.: 604-688-9006

Item 9. Date of Report

DATED THIS 30th Day of August 2011.