

MATERIAL CHANGE REPORT

FORM 51-102F3

1. Name and Address of Company

Dynasty Gold Corp. (the "Company")
735 – 1489 Marine Drive
West Vancouver, B.C. V7T 1B8

Telephone: 604 633-2100

2. Date of Material Change

July 19, 2004

3. News Release

A news release was issued on July 19, 2004, and disseminated through the facilities of Canada Stockwatch and Market News.

4. Summary of Material Change

The Company has increased its private placement announced on July 12, 2004.

5. Full Description of Material Change

Further to the Company's news release of July 12, 2004, the Company has increased its private placement of up to 2,000,000 units to a maximum of 3,000,000 units, at a price of \$0.50 per unit, for gross proceeds of up to \$1,500,000. All other aspects of the private placement remain the same as originally announced.

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

Not Applicable

7. Omitted Information

Not Applicable

8. Executive Officer

Jonathan George
Telephone: 604 633-2100

9. Date of Report

July 19, 2004

DYNASTY GOLD CORP.

Per:

“Marilyn Wong”

Marilyn Wong, Assistant Secretary