

Form 51-102F3
MATERIAL CHANGE REPORT

1. **Full name of the Issuer:**

Midway Gold Corp.

Unit 1 - 15782 Marine Drive
White Rock, BC, Canada V4B 1E6

The address of the principal office in Canada of the reporting issuer is as follows:

Unit 1 – 15782 Marine Drive
White Rock, British Columbia
V4B 1E6

PHONE: (604) 536-2711

2. **Date of Material Change:**

August 24, 2007

3. **News Release:**

The date and place(s) of issuance of the press release are as follows:

August 22, 2007 and August 24, 2007

The Press Release was released to the TSX Venture Exchange being the only exchange upon which the shares of the Company are listed, and through various other approved public media.

4. **Summary of Material Change:**

Midway Gold Corp. (the “Company”) announced that it closed a private placement financing with Resolute Performance Fund (“Resolute”) of 2,000,000 common shares for proceeds of \$5,400,000. The common shares are subject to a four month hold period.

5. **Full Description of Material Change:**

On August 24, 2007 Midway Gold closed a private placement financing announced on August 22, 2007 with Resolute Performance Fund (“Resolute”) of 2,000,000 common shares for proceeds of \$5,400,000. The common shares are subject to a four month hold period. Proceeds of the private placement will be used for property acquisition payments and general exploration and corporate expenditures.

6. **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.

7. **Omitted Information:**

No information has been omitted from this material change report on the basis that it is confidential information.

8. **Executive Officer:**

The following senior officer of the Company is knowledgeable about the material change and may be contacted by the Commission at the following address and telephone number:

Doris Meyer, Chief Financial Officer and
Corporate Secretary
Unit 1- 15782 Marine Drive
White Rock, British Columbia
V4B 1E6
PHONE: (604) 536-2711

9. **Date of Report:**

DATED at White Rock, British Columbia this 24th day of August 2007.

"Doris Meyer"

Doris Meyer, Chief Financial Officer and Corporate
Secretary