Form 51-102F3
MATERIAL CHANGE REPORT

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

   Midway Gold Corp. (the "Issuer")
   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:**

   October 29, 2009

3. **News Release:**

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

   October 29, 2009

   The News Release was released to the TSX Venture Exchange and New York Stock Exchange AMEX being the only exchanges upon which the shares of the Issuer are listed, and through various other approved public media.

4. **Summary of Material Change:**

   The Issuer announced that is has deferred its proposed financing due to current market conditions.

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

   The Issuer announced October 29, 2009 that the proposed brokered financing announced on October 13, 2009 to raise up to Cdn$10,000,000 through the sale of Units in the Company has been deferred due to current market conditions.

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 30th day of October 2009.

"Doris Meyer"
Doris Meyer, Chief Financial Officer and Corporate Secretary