

**BC FORM 51-102F3
MATERIAL CHANGE REPORT**

UNDER SUBSECTION 7.1(1) OF NATIONAL INSTRUMENT 51-102

ITEM 1. NAME AND ADDRESS OF COMPANY

Prophecy Development Corp.
Suite 1610 – 409 Granville Street
Vancouver, BC V6C 1T2

ITEM 2. DATE OF MATERIAL CHANGE

February 20, 2018

ITEM 3. NEWS RELEASE

The news release dated February 26, 2018 was disseminated through Filing Services Canada Inc. and filed on SEDAR on February 26, 2018.

ITEM 4. SUMMARY OF MATERIAL CHANGE

Prophecy Development Corp. (the “**Company**”) announced the following executive management appointments:

1. Michael Drozds, Vice-President, Operations;
2. John Young, Environmental Permitting Consultant; and
3. Dannel Oosterman, Vice-President, Exploration.

Bekzod Kasimov has been appointed as Vice-President, Business Development and Chris Kravits, General Mining Manager, is continuing with the Company on a part-time basis.

ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE

Please see the news release dated February 26, 2018, which is available for review under the Company's SEDAR profile at www.SEDAR.com.

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

Not applicable.

ITEM 7. OMITTED INFORMATION

None.

ITEM 8. SENIOR OFFICER

Contact: Tony Wong, Corporate Secretary
Telephone: (604) 569-3661
Email: twong@prophecydev.com

ITEM 9. DATE OF REPORT

February 26, 2018