FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Goldbank Mining Corporation (the "Company")
702 – 889 West Pender Street
Vancouver, BC V6C 3B2

Item 2. Date of Material Change

June 6, 2017.

Item 3. News Release

News release was disseminated on June 6, 2017 via Canada Stockwatch and Market News, and subsequently filed, via SEDAR, with the British Columbia Securities Commission and Alberta Securities Commission.

Item 4. Summary of Material Change

The Company announces that it has now acquired 100% legal and beneficial title to the Leota Gold Property located in the historical Klondike Goldfields, Yukon Territory, Canada. The Company will issue 300,000 common shares to complete the final acquisition payment for Leota and become registered owner of a 100% legal and beneficial interest in the 1,043 quartz mining claims.

The Company has also agreed to a private placement of up to $600,000 at a price of $0.075 per unit in connection with its acquisition of 100% of Leota.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

The Company has now acquired 100% legal and beneficial title to the Leota Gold Property located in the historical Klondike Goldfields, Yukon Territory, Canada.

The Leota Gold Property ("Leota") is a block of 1043 hard rock "quartz" claims in the famous and prolific Klondike Goldfields region of the Yukon Territory. These important quartz mineral claims cover more than 20,000 hectares or 200 square kilometers.

"This is an exciting development for Goldbank and its shareholders", stated Jim Boyce, president of the Company. "We can now press on and aggressively explore and develop the highly prospective Leota claims for the benefit of Goldbank, its shareholders and other stakeholders in the area."

Leota is located immediately adjacent to and east of Sean Ryan's White Gold Corp.'s (WGO), Crown Jewel property and east and north of Klondike Gold Corp.'s property near Hunker Creek. Leota is 25 to 50 km by paved road from Dawson City. Leota has excellent access and infrastructure for exploration. Numerous successful placer gold operations are located in placer gold mining claims on the Leota property.

The Company will issue 300,000 common shares to complete the final acquisition payment for Leota and become registered owner of a 100% legal and beneficial interest in the 1,043 quartz mining claims. The Leota property is subject to a 3% NSR royalty, one half of which may be acquired for $500,000 per each 0.5%. All litigation respecting the Leota Property has ended.

The Company has also agreed to a private placement of up to $600,000 at a price of $0.075 per unit in connection with its acquisition of 100% of Leota. Each unit consists of one common share and one-half of a three-year transferable warrant with one warrant entitling the holder to purchase one additional common share of the Company at a price of $0.15 per share. Part of the financing will be issued on a flow-through basis. Certain directors and officers are participating in the financing as approved by independent directors. The Company is relying on an exemption from the related party requirements of MI 61-101. Finder's fees may be paid on a portion of the private placement. The financing including any finder's fees to be paid is subject to acceptance for filing by the TSX Venture Exchange.

The technical content of this news release was reviewed and approved by geologist Dr. Bohumil (Boris) Molak, PhD., P.Geo (BC), a qualified person under National Instrument 43-101.

5.2 Disclosure for Restructuring Transactions

Not applicable.

Item 6. Reliance on Subsection 7.1(2) of National Instrument 51-102

The Company is not relying on subsection 7.1(2) of National Instrument 51-102.

Item 7. Omitted Information

There is no omitted information.

Item 8. Executive Officer

For further information, please contact:

James Boyce, President & CEO – Tel. 604.683.3288.

Item 9. Date of Report

June 13, 2017.