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

August 21, 2017.

Item 3. News Release

News release was disseminated on August 21, 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 a private placement.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

The Company has agreed to to a private placement financing of $1,200,000 comprised of the sale of 10,000,000 units at $0.12 per unit. Each unit consists of one common share and one half transferable warrant with one whole warrant entitling the holder to purchase one additional share at a price of $0.18 per share for three years. Blizzard Finance Corp., an unlisted British Columbia reporting company with a common director, is participating in the financing as approved by independent directors. Mr. Anthony Beruschi, a control person, is also participating in the financing. The Company is relying on an exemption from the related party requirements of MI 61-101. A portion of the financing is on a flow-through basis. Units will entitle holders to receive the tax benefits applicable to flow-through shares in accordance with provisions of the *Income Tax Act* (Canada). Proceeds of the financing will be used for working capital and for exploration of the Company's Klondike properties. The financing is subject to acceptance for filing by the TSX Venture Exchange.

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

September 1, 2017.