

Form 51-102F3

MATERIAL CHANGE REPORT

ITEM 1 REPORTING ISSUER

GULFSIDE MINERALS LTD.
(the "Company" or "Gulfside")
1102 – 475 Howe Street
Vancouver, BC V6C 2B3

ITEM 2 DATE OF MATERIAL CHANGE

June 29, 2007

ITEM 3 PRESS RELEASES

Issued June 29, 2007 at Vancouver, BC

ITEM 4 SUMMARY OF MATERIAL CHANGE

Gulfside closed a non-brokerage private placement of 1,500,000 units at a price of \$0.27 per unit, to raise gross proceeds of \$ 405,000.00.

ITEM 5 FULL DESCRIPTION OF MATERIAL CHANGE

A total of 1,500,000 units at a price of \$ 0.27 per unit were sold resulting in gross proceeds to the Company of \$ 405,000. Each unit consists of one common share and one transferable share purchase warrant entitling the holder to purchase as additional common share at a price of \$ 0.27 for a period of one year from closing of the private placement.

Finder's fees totalling \$ 26,325 will be paid in connection with the financing.

All of the securities will be subject to a four-month hold period expiring October 29, 2007 in accordance with applicable securities laws.

ITEM 6 RELIANCE ON SECTION 85(2) OF THE ACT

This report is not being filed on a confidential basis.

ITEM 7 OMITTED INFORMATION

There are no significant facts required to be disclosed herein which has been omitted.

ITEM 8 DIRECTOR/SENIOR OFFICER

Contact: Robert L. Card
Telephone: (604) 687-7828

ITEM 9 STATEMENT OF SENIOR OFFICER/DIRECTOR

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, BC this 29th day of June 2007.