

Form 51-102F3

MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

State the full name of your company and the address of its principal office in Canada.

SKYGOLD VENTURES LTD.
615 – 800 West Pender Street
Vancouver, BC V6C 2V6
Telephone No. (604) 484-6317

Item 2 Date of Material Change

State the date of the material change.

September 28, 2009

Item 3 News Release

State the date and method(s) of dissemination of the news release issued under section 7.1 of National Instrument 51-102.

The News Release was disseminated on September 28, 2009, to the Toronto Stock Exchange as well as through various other approved public media and was SEDAR filed with the British Columbia, Alberta and Ontario Securities Commissions.

Item 4 Summary of Material Change

Skygold Ventures Ltd. (“Skygold” or the “Company”) (SKV-TSXV) is pleased to announce that Ian Watson is to be appointed to the Board of Directors of Skygold.

Item 5 Full Description of Material Change

Skygold Ventures Ltd. (“Skygold” or the “Company”) (SKV-TSXV) is pleased to announce that Ian Watson is to be appointed to the Board of Directors of Skygold.

Mr. Watson began his career in stock broking and investment banking in Canada where he became one of the five Executive Committee members of Burns Fry (now BMO Nesbitt Burns), one of Canada's largest investment banking firms. When he resigned, he was in charge of the firm's European business.

From 1982 until 1985 Mr. Watson was Chairman and founder of Centennial Minerals Ltd, a public gold mining company listed on the Toronto Stock Exchange. Three years after it started, the company's success was reflected by a friendly take-over by Pegasus Gold for \$40 million in shares and warrants.

Mr. Watson was Chairman & Managing Director of Galahad Gold PLC from 2003 to 2008. Galahad made strategic investments in Northern Dynasty Minerals Ltd., Uramin Inc. and International Molybdenum PLC. The sale of these investments produced an overall return of over 65% per annum. Galahad was voluntarily liquidated and cash returned to shareholders. Mr. Watson is currently Chairman & Managing Director of Agrifirma Services Ltd., and Chairman of Agrifirma Brazil Ltd., a company recently created to invest in agriculture in Brazil.

The Chief Executive Officer of Skygold, Brian Groves, said today: "Mr. Watson has strong financial contacts in the investment community through his international business dealings. His public company experience, track record of raising substantial capital and expertise in evaluating strategic investments in mining projects will greatly assist Skygold with its business development plans."

The Company reports also that Jeff Pontius has resigned as a director and notes its appreciation for his past service to the Board of Directors.

About Skygold

Skygold is an exploration company focused on advancing its flagship Spanish Mountain gold project in central southern British Columbia. The Company is well funded with a current cash position of \$2.2 million, excluding the proceeds of up to \$2.2 million from the private placement announced on 23 September 2009. The private placement is subject to the final acceptance of the TSX Venture Exchange. The Company has applied for Mineral Exploration Tax Credit refunds from the Province of British Columbia totaling \$1.9 million. These funds are expected to be received in 2009. For more information, please visit www.skygold.ca.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

If this Report is being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102, state the reasons for such reliance.

Not applicable.

Item 7 Omitted Information

State whether any information has been omitted on the basis that it is confidential information.

No information has been intentionally omitted from this form.

Item 8 Executive Officer

Give the name and business telephone number of an executive officer of your company who is knowledgeable about the material change and the Report, or the name of an officer through whom such executive officer may be contacted.

Brian Groves, President
615 – 800 West Pender Street
Vancouver, BC V6C 2V6
Telephone: (604) 484-6317

Item 9 Date of Report

DATED at Vancouver, British Columbia, 29th day of September, 2009.