

51-102F3 Material Change Report

1. Name and Address of Company

King's Bay Gold Corporation
#1450 – 789 West Pender Street
Vancouver, BC V6C 1H2

2. Date of Material Change

July 5, 2016

3. New Release

Pursuant to section 7.1 of National Instrument 51-102, the news release was disseminated by FSC Wire on July 5, 2016.

4. Summary of Material Changes

King's Bay announces share consolidation effective July 6, 2016.

5. Full Description of Material Changes

Please see attached.

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

Not Applicable

7. Omitted Information

Not Applicable

8. Executive Officers

Dusan Berka, President
Telephone: 604.681.1568

9. Date of Report

July 5, 2016

KING'S BAY GOLD CORPORATION

1450 – 789 West Pender Street
Vancouver, BC V6C 1H2

King's Bay Gold Corporation Announces Effective Date for Share Consolidation

July 5, 2016 - Kings Bay Gold Corporation (TSXv: KBG) ("King's Bay" or the "Company") announces that further to its News Release of June 9, 2016, the TSX Venture Exchange has approved the consolidation of the common shares of the Company (each, a "Share") on the basis of ten (10) pre-consolidation Shares for one (1) post-consolidation Share (the "Consolidation"). The Consolidation will become effective at the opening of the market on July 6, 2016. The Company's symbol shall remain as "KBG". Currently, a total of 282,561,233 Shares are issued and outstanding. Accordingly, upon the Consolidation becoming effective, a total of 28,256,123 Shares, subject to adjustments for rounding, will be issued and outstanding. There is no maximum number of authorized Shares.

Computershare Investor Services Inc. ("Computershare") will mail letters of transmittal to the shareholders providing instructions on exchanging pre-Consolidation share certificates for post-Consolidation share certificates. Shareholders are encouraged to send their share certificates, together with their letter of transmittal, to Computershare in accordance with the instructions in the letter of transmittal.

ON BEHALF OF THE BOARD OF DIRECTORS

King's Bay Gold Corporation

"Dusan Berka"

Dusan Berka

Director, President

Tel: (604) 681-1568

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