BC FORM 51-102F3

MATERIAL CHANGE REPORT

NOTE: If this report is filed on a confidential basis, state in block capitals "CONFIDENTIAL" at the beginning of the Report.

1. **Name and Address of Company**

The full name and address of the principal office in Canada of the Company is:

ENDURANCE GOLD CORPORATION
#906, 1112 West Pender Street
Vancouver, B.C. V6E 2S1

2. **Date of Material Change**

The date of the material change is February 2, 2007.

3. **News Release:**

The date and method(s) of dissemination of the News Release issued under section 7.1 of National Instrument 51-102 is/are as follows:

Date of Issuance: February 2, 2007

The news release was disseminated via SEDAR to the securities commissions in British Columbia, Alberta and Ontario, to the TSX Venture Exchange and via wire by CCN Matthews.

4. **Summary of Material Change**

Endurance Gold Corporation announces that its has negotiated a brokered private placement to raise $1,500,750, as well as non-brokered private placement to raise an additional $525,000.

5. **Full Description of Material Change**

Endurance Gold Corporation (the "Company") announces that it has engaged Pacific International Securities (the "Agent") to offer, on a commercially reasonable basis, a brokered private placement of up to 4,350,000 flow through shares ("FT Shares") at a price of $0.23 per FT Share and up to 2,175,000 non-flow through units ("Units") at a price of $0.23 per Unit. Each Unit will consist of one common share and one share purchase warrant ("Warrant"), entitling the holder to purchase one common share of the Company ("Warrant Share") for a period of up to eighteen months at a price of $0.40. Total gross proceeds to the Company will be up to $1,500,750. In addition, the Company announces a non-brokered private placement of 2,282,600 non-flow through units having the same terms and conditions as the Units sold under the brokered private placement. Gross proceeds to the Company from the non-brokered private placement will be an additional $525,000. The FT Shares, Units, Warrants and Warrant Shares will be subject to a hold period of four months and one day following the closing of the private placements.

The Company has agreed to pay the Agent a commission of 7% of the gross proceeds raised from the brokered private placement payable in cash or Units at the election of the Agent. In addition, the Agent will receive compensation options equal in number to 10% of the aggregate number of Units and FT Shares sold, each Compensation Option entitling the Agent to purchase one common share at a price of $0.40 per common share for a period of 18 months.

The private placements are subject to acceptance by the TSX Venture Exchange.

The Company will use the proceeds from the private placements to carry out its exploration activities on the Company's properties in Canada and for general working capital.

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

Not applicable.

7. **Omitted Information**

No significant facts remain confidential and no information has been omitted in this report.

8. **Executive Officer**

The name and business telephone number of an executive officer of the Company who is knowledgeable about the material change and the Report or an officer through whom such executive officer may be contacted is as follows:

Name:	Duncan McIvor, President and CEO
Bus. Tel:	(604) 682-2707

9. **Date of Report**

Dated at _Vancouver, British Columbia__________, this 13th day of February, 2007.

"Duncan McIvor"
Duncan McIvor, President and CEO