FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Endurance Gold Corporation
#906 – 1112 West Pender Street
Vancouver, B.C.
V6E 2S1

Item 2 Date of Material Change

February 18, 2011

Item 3 News Release

A news release was issued and disseminated on February 18, 2011 through Stockwatch and Market News, and filed with SEDAR.

Item 4 Summary of Material Change

The Company intends to complete a non-brokered private placement of 4,500,000 flow through shares (the "FT Shares") at a price of $0.12 per FT Share for gross proceeds of up to $540,000.

Item 5

5.1 Full Description of Material Change

ENDURANCE ANNOUNCES PRIVATE PLACEMENT OF $540,000

Endurance Gold Corporation **(EDG – TSX.V,** "Endurance"**)** is pleased to announce that it intends to complete a non-brokered private placement of up to 4,500,000 flow through shares ("FT Shares") at a price of $0.12 per FT Share for gross proceeds of up to $540,000 (the "Offering").

The gross proceeds from the sale of the FT Shares will be used to fund the Company's exploration activities on the Bandito Property in the Yukon and possibly other Canadian properties.

The Offering is scheduled to close on or about March 16, 2011 and is subject to certain conditions including, but not limited to, the receipt of all necessary approvals including the approval of the TSX Venture Exchange.

Some directors and/or officers of the Company intend to participate in the private placement and their holdings of securities of the Company will increase as a result.

Cash Finders' fees may be paid in connection with certain subscriptions under the private placement.

5.2 Disclosure of Restructuring Transactions

Not applicable.

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

Not applicable.

Item 7 Omitted Information

No information has been omitted.

Item 8 Executive Officer

The name and business telephone number of an executive officer of the Company who is knowledge about the material change and the Report are as follows:

Robert T. Boyd
President & CEO
604-682-2707

Item 9 Date of Report

February 21, 2011.