

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1 Name and Address of Company

Plato Gold Corp. (the "Issuer")
Suite 300
1300 Bay Street
Toronto, Ontario
M5R 3K8

Item 2 Date of Material Change

July 22, 2009.

Item 3 News Release

The news release, attached hereto as Schedule "A", was disseminated on July 22, 2009 through Marketwire and was filed by SEDAR with the British Columbia Securities Commission, the Alberta Securities Commission, the Saskatchewan Financial Services Commission, the Manitoba Securities Commission, the Ontario Securities Commission and the TSX Venture Exchange (the "TSXV").

Item 4 Summary of Material Change

The Issuer announced the acquisition of 2 claims from Rocmec Mining Inc. for 250,000 common shares. Rocmec will retain a 2% NRS on the 2 claims.

Item 5 Full Description of Material Change

The Issuer announced the acquisition of 2 claims from Rocmec Mining Inc. for 250,000 common shares. Rocmec will retain a 2% NRS on the 2 claims.

The securities issuable pursuant to the Offering will be subject to regulatory hold periods under applicable law until November 21, 2009.

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

Not applicable.

Item 7 Omitted Information

No significant facts have been omitted from this report.

Item 8 Executive Officer

Anthony Cohen, President and CEO
Plato Gold Corp.
tel: 416-968-0608

Item 9 Date of Report

July 22, 2009.

Schedule A



For Immediate Release

Plato Gold announces acquisition of claims from Rocmec near Plato's Nordeau West Property

Toronto, July 22, 2009 – Plato Gold Corp. (TSX-V: **PGC**) (“Plato” or the “Company”) an exploration company with a portfolio of properties in significant gold mining camps in Northern Ontario, Northern Québec, and Santa Cruz, Argentina announces that it has recently acquired a 100 percent interest in 2 claims near Plato's Nordeau West property, in the region of Val d'Or, Quebec. The claims were acquired from Rocmec Mining Inc. and are within the Vauquelin Township that borders on other claims wholly owned by Plato in the area.

As payment for the claims Plato will issue to Rocmec Mining Inc. 250,000 Plato common shares. In addition, Rocmec Mining Inc. will retain a 2 percent NSR on the claims. This acquisition is subject to approval by the TSX Venture Exchange.

With the addition of the 2 new claims, Plato now holds 299 claims with an area of 5956 hectares in the Val d'Or region.

*“We are pleased with this purchase of the claims from Rocmec Mining Inc.,” said **Anthony J. Cohen, President and CEO of Plato Gold Corp.** “The claims are located northwest of our current activities on the Nordeau West property with the NI 43-101 compliant resource in Val d'Or, Quebec. We are planning the next stage of our Quebec drill program in the fall to further develop our gold project in the region. As well, we look forward to continuing our relationship with Rocmec Mining Inc.”*

Upon completion, there are 71,721,782 common shares of the Company issued and outstanding (99,022,300 common shares on a fully diluted basis).

About Rocmec Mining Inc.

Rocmec Mining Inc. is a Canadian junior mining company actively involved in the acquisition and development of precious metal projects. The Company's exclusive thermal fragmentation mining method combined with its growth strategy place it as the partner of choice for the development of narrow high-grade precious metal vein properties. The Thermal Fragmentation Mining Method video can be viewed on Rocmec's website or by clicking the following link: http://www.rocmeccmines.com/video_an.asp

Rocmec Mining Inc. is listed on the TSX Venture Exchange and trades under the symbol: RMI

About Plato Gold Corp.

Plato Gold Corp. is a Canadian junior gold exploration company listed on the TSX Venture Exchange with exploration projects in Northern Ontario, Northern Québec and the Lolita Property in the province of Santa Cruz, Argentina.

The Northern Ontario project includes 5 properties: Guibord, Harker, Harker-Garrison, Holloway and Marriott in the Harker/Holloway gold camp located east of Timmins, Ontario.

The Northern Québec project includes 7 properties: Nordeau Bateman, Vauquelin, Vauquelin Pershing, Vauquelin Horseshoe, Pershing Denain, Hop O'My Thumb and Once Upon a Time. All 7 properties are located near Val d'Or, Quebec.

Plato is in the advanced exploration stage on the Nordeau West site with a NI 43-101 compliant gold resource reported on March 12, 2009. Highlights of the Nordeau West mineral resource update include:

indicated resources of 30,212 oz Au on average grade of 4.17 g/t and 225,342 tonnes; and inferred resources of 146,315 oz Au on average grade of 4.09 g/t and 1,112,321 tonnes.

In Argentina, the Lolita Property is comprised of 3 contiguous concessions and initial work has been started on this property. For additional company information, please visit: www.platogold.com.

Not for Distribution in the United States.

The TSX Venture Exchange has not reviewed and does not accept responsibility for the adequacy or accuracy of this news release.

For further information, please contact:

Anthony Cohen
President and CEO
Plato Gold Corp.
T: 416-968-0608
F: 416-968-3339
info@platogold.com
www.platogold.com

Forward Looking Statements

This news release contains "forward-looking statements", within the meaning of applicable securities laws. These statements include, but are not limited to, statements regarding potential mineralization and resources, exploration results, and future plans and objectives. Generally, these forward-looking statements can be identified by the use of forward-looking terminology such as "plans", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or state that certain actions, events or results "may", "could", "would",

“might” or “will be taken”, “occur” or “be achieved”. Forward-looking statements are based on the opinions and estimates of management as of the date such statements are made, and they are subject to known and unknown risks, uncertainties and other factors that may cause the actual results, use of proceeds, level of activity, performance or achievements of Plato to be materially different from those expressed or implied by such forward-looking statements, including but not limited to risks related to: raising less than the required amount; not realizing on the anticipated benefits from the offering transaction or not realizing on such anticipated benefits within the expected time frame; risks related to exploration; actual resource viability, and other risks of the mining industry . Although management of Plato has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking statements, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements. The Company does not undertake to update any forward-looking statements that are incorporated by reference herein, whether as a result of new information, future events or otherwise, except in accordance with applicable securities laws.