MATERIAL CHANGE REPORT

To: British Columbia Securities Commission
Alberta Securities Commission
Quebec Securities Commission
TSX Venture Exchange

Item 1. **Name and Address of Company** – **Klondike Silver Corp.** , Suite 711 – 675 West Hastings Street, Vancouver, B.C., Canada V6B 1N2

Item 2. **Date of Material Change** – June 17, 2013

Item 3. **News Release** – News Release issued June 17, 2013, at Vancouver, BC.

Item 4. **Summary of Material Change** - **Vancouver, BC – Klondike Silver Corp. (TSXV: KS)** (Klondike) would like to announce the closing of the second and final tranche of its non-brokered private placement announced March 19th 2013 and further amended April 23rd 2013.

Item 5. **Full Description of Material Change** - VANCOUVER, BC -- (Klondike) would like to announce the closing of the second and final tranche of its non-brokered private placement announced March 19th 2013 and further amended April 23rd 2013. Klondike has issued an additional 1,043,660 common shares for total proceeds of $104,366 in the second tranche. Klondike has raised a total of $555,866 in this private placement.

Klondike has issued a total of 5,498,660 non-flow-through units in this private placement (See Tranche one announcement May 10th 2013). Each unit consists of one common share and one full non-transferable share purchase warrant. One whole warrant will entitle the holder to purchase one additional common share of the Company at a price of $0.15 per share for four years from the date of closing.

Klondike issued a total of 40,000 flow-through units in this private placement (As announced May 10th 2013). Each unit consists of one common share and one full non-transferable share purchase warrant. One whole warrant will entitle the holder to purchase one additional common share of the Company at a price of $0.20 per share for four years from the date of closing.

The following insiders participated in the private placement (As announced May 10th 2013); Richard Hughes 1.56 million NFT units; Hastings Management Corp. (Richard Hughes) 1.95 million NFT units; and Darcy Hughes 45,000 NFT units.

The units issued in second tranche are subject to a hold period of four months expiring October 14th 2013. The proceeds of the private placement will be used for exploration activities.

Item 6. **Reliance on Section 7.1(2) or (3) of National Instrument 51-102** – Not applicable.

Item 7. **Omitted Information** – The undersigned is aware of no information of a material nature that has been omitted.

Item 8. **Executive Officer** – Mr. Richard W Hughes, CEO of the Issuer, is knowledgeable about the material change and this report. He can be contacted at (604) 685-2222.

Item 9. **Date of Report** – Dated at Vancouver, British Columbia, this 17th day of June, 2013.