# 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** – November 13, 2013

**Item 3.** **News Release** – News Release issued November 13, 2013, at Vancouver, BC.

**Item 4.** **Summary of Material Change** - **Vancouver, BC – Klondike Silver Corp. (TSXV: KS)** (Klondike) would like to provide a general update given the recent halt to trading.

**Item 5.** **Full Description of Material Change** - VANCOUVER, BC -- (Klondike) would like to provide a general update given the recent halt to trading. Klondike was halted for failing to file the audited annual Financial Statement and MD&A on time. Klondike is now completely up to date with all of its filings and is proceeding with business as usual.

With the recent shut down at the mill (announced July 3rd 2013) due to the downward pressure on the price of Silver, Klondike has been focusing its efforts on raising funds for the recently announced private placement (announced September 10th 2013). In addition to this Klondike is also working towards potential land consolidation deals in the Sandon area as well as preparing to file work to protect the land claims for years to come.

**Review of terms for the Private Placement**

The Company will raise up to $750,000 through the issuance of up to 12,500,000 non-flow-through and flow-through units priced at $0.06 and $0.12 per unit respectively.

Each non-flow-through unit will consist of one non-flow-through common share and one full non-transferable share purchase warrant entitling the holder to purchase one additional common share for a period of four years at a price of $0.06 per share.

Each flow-through unit will consist of one flow-through common share and one half (1/2) non-transferable share purchase warrant. Each full warrant will entitle the holder to purchase one additional common share for a period of four years at a price of $0.12 per share.

**About Klondike Silver Corp.**

Klondike Silver Corp. has assembled a quality portfolio of silver properties throughout Canada, most notably, in the historic Slocan Mining District southeastern British Columbia. This historic camp has produced more than 24 million ounces of silver since the first discoveries in the late 1800s. Klondike Silver is the dominant land-holder controlling a majority of the historic camp and the fully permitted, 100% owned “Sandon Milling Complex”. The Company owns ground covering approximately 150 past producing mines and extensive underground structures. The past-producing Silvana, Wonderful, Hinckley Mines, Payne, Rambler, Van Roi/Hewitt, Vulture, Argenta, Jackson Basin, and the Carnation and several other land packages with significant mining potential are all capable of being put back into production at some level, whether it be through the exclusive efforts of Klondike or a joint effort with a partner. Currently Klondike views the Carnation land package and a potential discovery in the “Silver Mile” as its most significant asset.

For additional information please visit the company website www.klondikesilver.com

**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 13th day of November, 2013.