

Form 51-102F3
Material Change Report

Item 1: Name and Address of Company

OceanaGold Corporation (the "Company")
Level 5, 250 Collins Street
Melbourne, Victoria, 3000
Australia

Item 2: Date of Material Change

September 8, 2010

Item 3: News Release

The news release was issued in Australia and in Canada on September 8, 2010 and disseminated via CNW Group.

Item 4: Summary of Material Change

On September 8, 2010, the Company announced the resignation of Paul Bibby as the Company's Chief Executive Officer.

Item 5: Full Description of Material Change

5.1 Full Description of Material Change

On September 8, 2010, the Company announced the resignation of Paul Bibby as the Company's Chief Executive Officer. During the Company's search for a new CEO, Jim Askew will assume the position of Executive Chairman to lead the Executive Committee during such period.

Cautionary Statement

Statements in this Material Change Report may be forward-looking statements or forward-looking information within the meaning of applicable securities laws. Any statements that express or involve discussions with respect to predictions, expectations, beliefs, plans, projections, objectives, assumptions or future events or performance (often, but not always, using words or phrases such as "expects" or "does not expect", "is expected", "anticipates" or "does not anticipate", "plans", "estimates" or "intends", or stating that certain actions, events or results "may", "could", "would", "might" or "will" be taken, occur or be achieved) are not statements of historical fact and may be forward-looking statements. Forward-looking statements are subject to a variety of risks and uncertainties which could cause actual events or results to differ from those reflected in the forward-looking statements. There are no assurances the Company can fulfil such forward-looking statements and, subject to applicable securities laws, the Company undertakes no obligation to update such statements. Such forward-looking statements are only predictions based on current information available to management as of the date that such predictions are made; actual events or results may differ materially as a result of risks facing the Company, some of which are beyond the Company's control. Accordingly, readers should not place undue reliance on forward-looking statements.

5.2 Disclosure for Restructuring Transactions

Not applicable.

Item 6: Reliance on subsection 7.1(2) of National Instrument 51-102

Not applicable.

Item 7: *Omitted Information*

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

Item 8: *Executive Officer*

Name of Executive Officer: Matthew Salthouse
General Counsel & Company Secretary

Telephone Number: (+61) 3 9656 5300

Item 9: *Date of Report*

September 15, 2010