

Form 51-102F3
Material Change Report

1. Name and Address of Company

Gold Jubilee Capital Corp.
480 - 505 Burrard Street
Vancouver, B.C. V7X 1M3

2. Date of Material Change

June 26, 2014

3. News Release

A press release dated June 26, 2014 was disseminated through Market News and Stockwatch and filed on SEDAR on June 26, 2014.

4. Summary of the Material Change

Gold Jubilee Announces Flow-Through Financing

5. Full Description of the Material Change

Gold Jubilee Capital Corp. (the "Company") is pleased to announce a private placement offering for the sale of up to 1,430,000 flow-through common shares of the Company at a price of \$0.105 per common share for gross proceeds of up to \$150,150.

The funds shall be used for the Company's working capital.

The completion of the private placement is subject to approval from the TSX Venture Exchange.

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

Not applicable.

7. Omitted Information

Not applicable.

8. Executive Officer

Minaz Devji,
President, CEO and Director
Phone: (604) 684-4691

9. Date of Report

June 26, 2014