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 22, 2016

3. **News Release**

A press release dated June 22, 2016 was disseminated through Market News and Stockwatch on and filed on SEDAR.

4. **Summary of the Material Change**

Flow-Through and Non Flow-Through Financings

5. **Full Description of the Material Change**

Gold Jubilee Capital Corp. (the "Company") announces private placement offerings for (i) a flow-through offering raising up to $2,500,000 through the sale of up to 14,705,900 flow-through shares of the Company at the price of $0.17 per flow-through share and (ii) a non flow-through offering raising up to $300,000 through the sale of up to 2,000,000 non flow-through units at the price of $0.15 per unit. Each unit is to consist of one common share and one-half of one non-transferable share purchase warrant where one whole share purchase warrant may be exercised at the price of $0.20 cents per common share during a two-year term.

The funds shall be used for exploration and drilling on the Pyramid Project and for working capital. Finders' fees shall be paid in cash, shares or warrants, or a combination of the foregoing, subject to board approval and in accordance with the policies of the TSX Venture Exchange.

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 22, 2016