MATERIAL CHANGE REPORT

ITEM 1 Name and Address of Company:

Frontline Gold Corporation (the "**Company**" or "**Frontline**")
67 Yonge Street, Suite 1102
Toronto, Ontario M5E 1J8

ITEM 2 Date of Material Change:

December 12, 2011

ITEM 3 News Release:

December 19, 2011

ITEM 4 Summary of Material Change:

The Company announced that is has made a property payment (the "Payment") on the Poly Project, pursuant to the option agreement between the Company, Weeks Investment Group and Geofine Exploration Consultants Ltd. (see Company's news release dated August 11, 2010). The Payment consists of a cash payment of $10,000 and the issuance of 35,000 common shares of the Company.

ITEM 5 Full Description of Material Change:

See new release dated December 19, 2011 attached hereto as Schedule "A".

ITEM 6 Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102:

The report is not being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102.

ITEM 7 Omitted Information:

No significant information has been omitted.

ITEM 8 Executive Officer:

Walter Henry, Chief Executive Officer, (416) 414-5825

ITEM 9 Date of Report:

December 19, 2011

“Schedule "A"

Frontline Gold Makes Payment on the Poly Project in the Stewart Gold Camp, NW British Columbia

TSX-V: FGC For Immediate Release

Toronto, Ontario – December 19, 2011 – Frontline Gold Corporation ("Frontline" or the “Company”) (TSX V: FGC) announces that is has made a property payment (the “Payment”) on the Poly Project, pursuant to the option agreement between the Company, Weeks Investment Group and Geofine Exploration Consultants Ltd. (see Company’s news release dated August 11, 2010). The Payment consists of a cash payment of $10,000 and the issuance of 35,000 common shares (the “Common Shares”) of the Company. The issued Common Shares are subject to a four month hold period.

About Frontline's Poly/Stewart Project

Frontline holds an option to earn and acquire up to a 100% in both the Poly and Stewart Projects. The Poly and Stewart Projects are based in the Stewart Gold Camp in NW British Columbia. This is an evolving gold camp that hosts one of the world’s richest Kuroko-type VMS precious metal deposits as well as one of the world’s largest undeveloped Cu-Au porphyry deposits, KSM/Snowfield/Brucejack, with over 94Moz of Au, 607Moz of Ag and 14B lbs Cu in resources. The Poly Project is contiguous with Mountain Boy Minerals and Great Bear Resources mineral tenures that host the BA Ag-Pb-Zn VMS deposits as well as with Teuton/Sabina’s tenures that host the Del Norte VMS trend. As far as the Stewart project is concerned, its western tenures are contiguous with the KSM (Seabridge Resources) and Snowfield/Brucejack (now Pretivm Resources) properties.

On June 30, 2011, Frontline announced the commencement of a C$1.0 MM exploration program at both the Poly and Stewart projects for 2011. The 2011 Poly exploration program is being supervised by Geofine Exploration Consultants Ltd. under the direction of David Molloy, P.Geo. and has been fully funded.

About Frontline Gold Corporation

Frontline is a Canadian junior mineral exploration company with an experienced discovery team and a proven record of accomplishment. The Company's flagship properties include the Niaouleni gold project in the heart of Mali South in West Africa's prolific gold belt and the Menderes gold project in the Izmir province of Western Turkey. Ongoing Canadian exploration includes the Poly (gold), the Stewart (gold-copper polymetallic) and the Red Lake (gold) projects.

For further information, please visit the Company’s website at www.frontlinegold.com to view the most recent corporate presentation.

This news release contains forward-looking statements, which address future events and conditions, which are subject to various risks and uncertainties. The Company’s actual results, programs and financial position could differ materially from those anticipated in such forward-looking statements as a result of numerous factors, some of which may be beyond the Company’s control. These factors include: the availability of funds; the timing and content of work programs; results of exploration activities and development of mineral properties, the interpretation of drilling results and other geological data, the uncertainties of resource and reserve estimations, receipt and security of mineral property titles; project cost overruns or unanticipated costs and expenses, fluctuations in metal prices; currency fluctuations; and general market and industry conditions.

Forward-looking statements are based on the expectations and opinions of the Company's management on the date the statements are made. The assumptions used in the preparation of such statements, although considered reasonable at the time of preparation, may prove to be imprecise and, as such, undue reliance should not be placed on forward-looking statements.

"Walter Henry"

Walter Henry, President & CEO
FRONTLINE GOLD CORP.

Contact: Walter Henry
Telephone: (416) 362-9100
Fax: (416) 362-9300
Email: info@frontlinegold.com
Website: www.frontlinegold.com

Frontline Gold Corp. (TSX-V: FGC)
67 Yonge Street, Suite 1102
Toronto, Ontario M5E 1J8

NOT FOR DISTRIBUTION TO U.S. NEWS WIRE SERVICES OR FOR DISSEMINATION IN THE U.S.