

MATERIAL CHANGE REPORT

1. *Name and Address of Reporting Issuer:*

GoGold Resources Inc.
#1301 – 2000 Barrington Street
Cogswell Tower
Halifax, NS B3J 3K1

2. *Date of Material Change:*

August 29, 2012

3. *News Release:*

A news release was issued and disseminated on August 29, 2012 through CNW and filed on SEDAR. See Schedule "A" attached hereto for a copy of the news release.

4. *Summary of Material Change:*

MDM Engineering of South Africa has been contracted as lead consultant to complete a Pre-Feasibility Study of the Parral Tailings Project in Chihuahua, Mexico ("Parral"). It is anticipated that the study will be complete in late fall of this year.

MDM is a specialized mineral processing and project management company with extensive experience in projects involving the retreatment of tailings. MDM's engineering team has a 24 year track record in process design, engineering, and project execution in a wide range of commodities. MDM's team has completed some 56 projects and over 100 feasibility studies, of which 56 were bankable. Typically all of the feasibility studies undertaken by MDM are within 10% accuracy when subject to independent audits, either by the project finance funding banks or independent mining consultants. MDM's team has been involved in the design and construction of a number of gold processing plants including CIL/CIP and heap leach projects, both with and without agglomeration circuits.

5. *Full Description of Material Change:*

Please see Schedule "A" attached hereto for a copy of the news release.

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

Not applicable.

7. *Omitted Information:*

None.

8. *Executive Officer:*

For further information, please contact:

Terence F. Coughlan
President and CEO
Phone (902) 499-2211
Fax (902) 442-1898

9. *Date of Report:*

September 5, 2012

Dated at Halifax, Nova Scotia this 5th day of September, 2012.

GOGOLD RESOURCES INC.

Per: "Terry Coughlan"
PRESIDENT & CEO

SCHEDULE "A"
NEWS RELEASE

August 29, 2012
PR #19 - 2012
128,288,331

Trading Symbol: TSX-V: GGD
Shares Issued:

**GoGold Resources Contracts MDM Engineering as Lead Consultant
To Prepare a Pre-Feasibility Study of the Parral Tailings Project**

Terry Coughlan, President and CEO of GoGold Resources Inc. ("GoGold" or the "Company") (TSX-V: GGD), is pleased to announce that MDM Engineering from South Africa has been contracted as lead consultant to complete a Pre-Feasibility Study of the Parral Tailings Project in Chihuahua, Mexico ("Parral"). It is anticipated that the study will be complete in late fall of this year.

MDM is a specialized mineral processing and project management company with extensive experience in projects involving the retreatment of tailings. MDM's engineering team has a 24 year track record in process design, engineering, and project execution in a wide range of commodities. MDM's team has completed some 56 projects and over 100 feasibility studies, of which 56 were bankable. Typically all of the feasibility studies undertaken by MDM are within 10% accuracy when subject to independent audits, either by the project finance funding banks or independent mining consultants. MDM's team has been involved in the design and construction of a number of gold processing plants including CIL/CIP and heap leach projects, both with and without agglomeration circuits.

President's Comments – The Parral Tailings Project

Terry Coughlan, President and CEO stated: "Preliminary work shows that heap leach recovery process could be a viable option to develop the property. With the contracting of MDM along with our new COO Bob Harris we are well positioned to advance the project quickly through feasibility and potentially production. The experience that MDM brings to the table is very impressive and we feel comfortable with their progression."

Highlights of Parral: (See Press Release #10 - June 4, 2012 for more details)

37,100,000 Measured/Indicated Silver Equivalent Ounces (50:1)

OR

741,000 Measured/Indicated Gold Equivalent Ounces (50:1)

26,400,000 Ounces Silver

214,000 Ounces of Gold

Metallurgical Column Tests Conclude that Heap Leaching could be Viable Option

Gold Extraction between 64% and 69%

Silver Extraction between 57% and 61%

Overall Resource is 21.3 Million Tonnes @ 1.08 g/t Gold Eq50 or 54 g/t Silver Eq50

Good Access to Grid Power, Water, Roads, Contract Services and Skilled Labour

Table of Mineral Resource Statement - Parral Tailings Project at AuEq 50 Cut-off of 0.4 g/t

Class/Zone	Au (g/t)	Ag (g/t)	AuEq50 (g/t)	Tonnes (Mt)	Total Au (Kozs)	Total Ag (Mozs)	AuEq50 (Kozs)	AgEq50 (Kozs)
Zone 1								
Measured	0.37	31.1	0.99	1.7	20.8	1.7	55.8	2790.0
Indicated	0.38	30.7	0.99	10.2	123.5	10.1	325.7	16285.0
Sub-Total:	0.37	30.8	0.99	12.0	144.3	11.9	381.5	19075.0
Zone 2								
Measured	0.24	46.8	1.17	2.2	17.0	3.3	83.4	4170.0
Indicated	0.23	49.0	1.21	7.1	52.5	11.2	276.0	13800.0
Sub-Total:	0.23	48.4	1.20	9.3	69.5	14.5	359.4	17970.0
Zones 1 & 2								
Measured	0.30	39.9	1.09	4.0	37.8	5.1	139.2	6960.0
Indicated	0.32	38.2	1.08	17.3	176.1	21.3	601.7	30085.0
Total	0.31	38.5	1.08	21.3	213.8	26.4	740.9	37100.0

Notes to accompany mineral resources:

1. Mineral Resources are not Mineral Reserves and do not have demonstrated economic viability.
2. Mineral resources stated at an AuEq 50 cut-off of 0.4 g/t. This is based on an opex estimate of \$11.00/t treated, Au price of \$1,400/oz and an AuEq recovery of 56%.
3. The figures in the table may not compute exactly due to rounding.
4. The estimate of mineral resources may be materially affected by environmental, permitting, legal, title, taxation, socio-political, marketing, or other relevant issues.

Mr. David R. Duncan P. Geo is the qualified person as defined by National Instrument 43-101 and is responsible for the geological information from the NI 43-101 report pertaining to the Parral Tailings project contained in this release.

For further information please contact:

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CAUTIONARY STATEMENT:

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

This News Release includes certain "forward-looking statements". All statements other than statements of historical fact, included in this release, including, without limitation, statements regarding potential mineralization and reserves, exploration results, and future plans and objectives of GoGold, are forward-looking statements that involve various risks and uncertainties. There can be no assurance that such statements will prove to be accurate and actual results and future events could differ materially from those anticipated in such statements. Important factors that could cause actual results to differ materially from GoGold's expectations are exploration risks detailed herein and from time to time in the filings made by GoGold with securities regulators.

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