FORM 51-102F3
MATERIAL CHANGE REPORT

CONTENT OF MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Choice Gold Corp. (the "Company")
(formerly CLI Resources Inc.)
1250 West Hastings Street
Vancouver, BC V6E 2M4

Item 2 Date of Material Change

April 15, 2011

Item 3 News Release

The information pertaining to this material change was disseminated by news release via the services of Marketwire on May 5, 2011.

Item 4 Summary of Material Change

The Company announced that Brigitte Dejou had joined the team as Manager of Exploration.

Item 5 Full Description of Material Change

The Company announced that Brigitte Dejou had joined the team as Manager of Exploration. Ms. Dejou spent 2 years as a Senior Geological Engineer with Osisko Mining Corporation and 18 years within Cominco and Teck Cominco managing various exploration programs. Ms. Dejou brings the Company vast experience in running extensive, multimillion dollar exploration projects from grass-roots to pre-feasibility stage across North America. Ms. Dejou holds both a Bachelor of Engineering degree and a Masters of Applied Science degree from Ecole Polytechnique de Montréal. She is a member of the Ordre des Ingénieurs du Québec.

A copies of the news release is attached hereto as Schedule "A".

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

This does not apply.

Item 7 Omitted Information

The Company has not omitted any information.

Item 8 Executive Officer

Gianni Kovacevic
Chief Executive Officer
604-685-2542

Item 9 Date of Report

This report is dated May 13, 2011.

CHOICE**GOLD**

SCHEDULE "A"

1250 West Hastings Street
Vancouver, BC V6E 2M4
CNSX:CHF

For Immediate Release *May 4, 2011*

MANAGER OF EXPLORATION JOINS CHOICE GOLD CORP. TEAM

VANCOUVER, British Columbia, Canada - **May 4, 2011** - Choice Gold Corp. (CNSX: CHF) ("Choice Gold" or the "Company") is pleased to announce that Brigitte Dejou has joined its team as Manager of Exploration. Prior to joining Choice Gold, Ms. Dejou spent 2 years as a Senior Geological Engineer with Osisko Mining Corporation and 18 years within Cominco and Teck Cominco managing various exploration programs. Ms. Dejou brings the Company vast experience in running extensive, multimillion dollar exploration projects from grass-roots to pre-feasibility stage across North America. Ms. Dejou holds both a Bachelor of Engineering degree and a Masters of Applied Science degree from Ecole Polytechnique de Montréal. She is a member of the Ordre des Ingénieurs du Québec.

"We're extremely pleased to have such a qualified professional leading our exploration program at Sugarloaf Peak," said Gianni Kovacevic, Choice Gold's President & CEO. "Brigitte's contribution will be invaluable as we move towards achieving our goal of delineating an economic bulk tonnage gold resource in Arizona."

About Choice Gold Corp.
Choice Gold Corp. was created to acquire and advance select, high-potential mineral projects and thereby unlock shareholder value. With this goal in mind, the company has entered an option agreement with Riverside Resources Ltd. (TSX-V: RRI) to acquire a 100% interest in the Sugarloaf Peak Gold Project just west of Quartzsite, Arizona. Sugarloaf Peak covers over 12 km^2 and was the subject of intermittent drilling and small scale mining from the 1950's through to the 1990's. The project is the subject of a historical, non-National Instrument 43-101 compliant mineral resource and Choice Gold has a mandate to prove its economic viability. For more information about Choice Gold please visit our website at www.choicegoldcorp.com.

For further information, please contact:

Gianni Kovacevic, President & CEO or
Mac Bell, Senior VP at:

Tel: 604.685.2542
info@choicegoldcorp.com

Certain statements contained in this release constitute forward-looking information. These statements relate to future events or future performance. The use of any of the words "could", "intend", "expect", "believe", "will", "projected", "estimated", "anticipates" and similar expressions and statements relating to matters that are not historical facts are intended to identify forward-looking information and are based on the Company's current belief or assumptions as to the outcome and timing of such future events. Actual future results may differ materially. In particular, this release contains forward-looking information relating to the business of the Company, the Property, financing and certain corporate changes. The forward-looking information contained in this release is made as of the date hereof and the Company is not obligated to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as required by applicable securities laws. Because of the risks, uncertainties and assumptions contained herein, investors should not place undue reliance on forward-looking information. The foregoing statements expressly qualify any forward-looking information contained herein.