

**Form 51-102F3  
MATERIAL CHANGE REPORT**

**Item 1. Name and Address of Reporting Issuer**

Kapuskasing Gold Corp.  
(the “**Company**” or “**KAP**”)  
Suite 501, 133 Richmond Street West  
Toronto, ON M5H 2L3

**Item 2. Date of Material Change**

June 9, 2017

**Item 3. News Release**

A News Release dated June 12, 2017 was disseminated via FSCwire.

**Item 4. Summary of Material Changes**

A summary of the nature and substance of the material change is as follows:

Kapuskasing Gold Closes Private Placement

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

**5.1 Full Description of Material Change**

The Company announced that it has closed on a total of 2,960,000 Non Flow-Through Units (“**NFT Units**”) at a price of \$0.05 per NFT Unit and 886,664 Flow-Through Units (“**FT Units**”) at a price of \$0.06 per FT unit for aggregate gross proceeds of \$201,199.84.

Each NFT Unit consists of one NFT Common Share (a “**NFT Share**”) and one Non Flow-Through share purchase warrant (“**NFT Warrant**”). Each FT Unit will consist of one FT Common Share (a “**FT Share**”) and one half of one NFT warrant. Each whole NFT Warrant will entitle the holder to purchase one NFT Share at \$0.10 for 24 months from the date of issuance.

All securities issued in connection with the Offering will be subject to a four month hold period expiring on October 12, 2017, in accordance with applicable Canadian securities laws. Net proceeds of the private placement will be used for general working capital purposes and to advance the company’s mineral properties. The Offering remains subject to final acceptance by the TSX Venture Exchange.

**5.2 Disclosure for Restructuring Transactions**

Not applicable.

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

Not applicable.

**Item 7. Omitted Information**

Not applicable

**Item 8.**            **Executive Officer**

For further information, please contact Jon Armes at **(416) 708-0243**.

**Item 9.**            **Date of Report**

June 12, 2017