

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

**1. Name and Address of Company**

Banyan Gold Corp.  
166 Cougarstone Crescent SW  
Calgary, AB T3H 4Z5

**2. Date of Material Change**

August 14, 2013

**3. News Release**

A news release was disseminated through Filing Services Canada on August 14, 2013.

**4. Summary of Material Change**

Banyan Gold Corp. ("**Banyan**") announced the results final share option payment for the Hyland Property.

**5. Full Description of Material Change**

Banyan Gold has issued an aggregate of 150,000 common shares to Victoria Gold at a deemed price of \$0.05 per share as final payment pursuant to the Hyland Option Agreement (the "Option Agreement"). Under the terms of the Option Agreement, this share issuance earns Banyan Gold an undivided 100% interest in the Hyland Gold Property.

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

This Report is not being filed on a confidential basis in reliance on subsection 7.1(2) of National Instrument 51-102.

**7. Omitted Information**

No information has been omitted on the basis that it is confidential information.

**8. Executive Officer**

For further information, please contact:

Richmond Graham, President & Chief Executive Officer, at (604) 648-8450.

**9. Date of Report**

August 23, 2013