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

March 12, 2015

3. News Release

A news release was disseminated through Filing Services Canada March 12, 2015.

4. Summary of Material Change

On March 12, 2015, Banyan Gold Corp. ("**Banyan**") completed the first tranche of its private placement financing raising proceeds of $435,000 and issued 8,700,000 Units each consisting of one common share and ½ of a common share purchase warrant exercisable for $0.075 for a period of 24 months.

5. Full Description of Material Change

Banyan Gold Corp. announces that the TSX Venture Exchange ("TSXV") has approved the first tranche of its previously announced (February 17, 2015) private placement financing on March 12, 2015 The first tranche consists of a non-brokered private placement financing for gross proceeds of $435,000 by the issuance of 8.7 million units of the company at a price of five cents per unit. Each unit consists of one common share and one-half of a non-transferable common share purchase warrant, with each full warrant exercisable into one common share of the company at an exercise price of 7.5 cents for a period of 24 months from the date of issuance.

The warrants, which form part of the units, may have their expiry time accelerated at any time prior to the expiry of the warrants if the volume-weighted average trading price of the corporation's shares on the TSX Venture Exchange is greater than 12 cents for 15 consecutive trading days, at which time the corporation may give notice in writing to the warrant holders within 10 days of such an occurrence that the warrants shall expire on the 30th day following the giving of such notice. No commission has been paid as part of this first tranche financing. Funds will be used for general working capital and advancement of Banyan's Hyland gold project.

Directors and officers of Banyan have participated in the first tranche by acquiring two million units or $100,000, including: Jay Collins - Director (900,000 Units), Tara Christie - Director (400,000 Units), Mark Ayranto - Director and Chairman (300,000 Units), Paul Gray - officer (200,000 Units) and David Rutt, CFO (200,000 Units).

The participation of insiders is exempt from the valuation and shareholder approval requirements of Multilateral Instrument 61-101 Protection of Minority Security Holders ("MI 61-101), since neither the fair market value of the shares purchased by insiders, nor the consideration paid for the common shares, totalled more than 25% of the market capitalization of the Company before giving effect of the placement. Specifically, the private placement is exempt from shareholder approval in accordance with section 5.7 (1)(a) of MI 61-101 and no formal valuation has been conducted for this private placement in accordance with section 5.5 (a) of MI 61-101. The price of $0.05 was based upon a premium of the Company's trading price of $0.04 when the financing price was set.

For further information, also see the new release and related Early Warning Report for Jay Collins, which was filed on SEDAR on March 12, 2015.

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 (20 or (3) of National Instrument 51-102.

7. Omitted Information

Not Applicable

8. Executive Officer

For further information, please contact:

David Rutt, Chief Financial Officer , at (604) 648-8450.

9. Date of Report

March 19, 2015