

**51-102F3
MATERIAL CHANGE
REPORT**

- Item 1 Name and Address of Company**
- Banks Island Gold Ltd. (the “Issuer”)
300 – 1055 West Hastings Street
Vancouver, British Columbia, V6E 2E9
- Item 2 Date of Material Change**
- January 3, 2014
- Item 3 News Release**
- The Issuer disseminated a press release dated January 3, 2014 through Stockwatch and Marketwired
- Item 4 Summary of Material Change**
- The Issuer announced that the Company has closed the second tranche of a brokered private placement offering (the “Second Tranche”) of an aggregate of 691,375 flow-through units (“Flow-Through Units”) at a price of \$0.58 per Flow-Through-Unit, for gross proceeds of \$400,997.50, and 45,000 non-flow-through units (“Common Share Units”) at a price of \$0.52 per Non-Flow-Through Unit, for gross proceeds of \$23,400.
- Each Flow-Through Unit consists of one flow-through common share (“a Flow-Through Share”) and one-half of one non-transferrable share purchase warrant (“a Warrant”). Each whole warrant entitles the holder thereof to acquire one non flow-through common share (“a Common Share”) in the capital of the Company at a price of \$0.70 per Common Share for a period of eighteen (18) months following the closing of the financing. Each Common Share Unit consists of one Common Share and one-half of one non-transferable share purchase warrant. Each whole warrant entitles the holder thereof to acquire one Common Share at a price of \$0.70 per Common Share for a period of eighteen (18) months following the closing of the Offering.
- Item 5 Full Description of Material Change**
- See attached Schedule “A”.
- Item 6 Reliance on subsection 7.1(2) of National Instrument 51-102**
- Not applicable
- Item 7 Omitted Information**
- No information has been omitted on the basis that it is confidential information.
- Item 8 Executive Officer**
- To obtain further information contact Benjamin W. Mossman, the Chief Executive Officer of the Issuer, at 604-245-0066.
- Item 9 Date of Report**
- January 8, 2014

Schedule "A"

NOT FOR DISTRIBUTION TO UNITED STATES NEWS WIRE SERVICES OR
FOR DISSEMINATION IN THE UNITED STATES

BANKS ISLAND GOLD LTD.

300-1055 W. Hastings St.
Vancouver, BC V6E 2E9

News Release

Banks Island Gold Ltd. Closes Second Tranche for Gross Proceeds of \$424,397

January 3, 2014 – Vancouver, British Columbia. Banks Island Gold Ltd. (the “Company”) (TSX-V:BOZ) announces that the Company has closed the second tranche of a brokered private placement offering (the “Second Tranche”) of an aggregate of 691,375 flow-through units (“Flow-Through Units”) at a price of \$0.58 per Flow-Through-Unit, for gross proceeds of \$400,997.50, and 45,000 non-flow-through units (“Common Share Units”) at a price of \$0.52 per Non-Flow-Through Unit, for gross proceeds of \$23,400.

Each Flow-Through Unit consists of one flow-through common share (“a Flow-Through Share”) and one-half of one non-transferrable share purchase warrant (“a Warrant”). Each whole warrant entitles the holder thereof to acquire one non flow-through common share (“a Common Share”) in the capital of the Company at a price of \$0.70 per Common Share for a period of eighteen (18) months following the closing of the financing. Each Common Share Unit consists of one Common Share and one-half of one non-transferable share purchase warrant. Each whole warrant entitles the holder thereof to acquire one Common Share at a price of \$0.70 per Common Share for a period of eighteen (18) months following the closing of the Offering.

The Company may pay a finder’s fee to finders of qualified subscribers. The finder’s fee may be payable in cash or securities of the Company.

The Company intends to use the net proceeds of the Offering for continued exploration and development activities on its mineral properties located in British Columbia.

The securities have not been and will not be registered under the U.S. Securities Act of 1933, as amended (the “1933 Act”), or under any state securities laws, and may not be offered or sold, directly or indirectly, or delivered within the United States or to, or for the account or benefit of, U.S. persons (as defined in Regulation S under the 1933 Act) absent registration or an applicable exemption from the registration requirements. This news release does not constitute an offer to sell or a solicitation to buy such securities in the United States.

The Company announces it has granted 240,000 incentive stock options to new Company managers. The options, which are subject to the terms and conditions of the Company’s stock option plan, may be exercised at a price of \$0.56 per share for a term of 3 years.

The Company is a junior mining resource exploration company focused on exploring for and developing economically viable mineral resources. The Company’s mineral properties are located in British Columbia. For more information, please refer to the Company’s website at www.banksislandgold.com

ON BEHALF OF THE BOARD OF DIRECTORS

Benjamin W. Mossman, P.Eng

President, Director, & Chief Executive Officer

For further information, please contact: Benjamin W. Mossman: 604-245-0066

The TSX Venture Exchange has not reviewed and does not accept responsibility for the accuracy or adequacy of this release. Neither the TSX Venture Exchange nor its Regulation Service Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

This press release contains forward-looking statements. All statements, other than statements of historical fact, constitute “forward-looking statements” and include any information that addresses activities, events or developments that the Company believes, expects or anticipates will or may occur in the future including the Company’s strategy, plans or future financial or operating performance and other statements that express management’s expectations or estimates of future performance.

Forward-looking statements are generally identifiable by the use of the words “may”, “will”, “should”, “continue”, “expect”, “anticipate”, “estimate”, “believe”, “intend”, “plan” or “project” or the negative of these words or other variations on these words or comparable terminology. These statements, however, are subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of the Company to be materially different from those expressed, implied by or projected in the forward-looking information or statements. Important factors that could cause actual results to differ from these forward-looking statements include but are not limited to: risks related to the exploration and potential development of the Company’s project, the actual results of current exploration activities, conclusions of economic evaluations, changes in project parameters as plans continue to be refined, future prices of gold, as well as those factors discussed in the sections relating to risk factors of the Company prospectus dated September 30, 2011 filed on SEDAR.

There can be no assurance that any forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, the reader should not place any undue reliance on forward-looking information or statements. Except as required by law, the Company does not intend to revise or update these forward-looking statements after the date of this document or to revise them to reflect the occurrence of future unanticipated events.