

Form 51-102F3

MATERIAL CHANGE REPORT

ITEM 1 **NAME AND ADDRESS OF COMPANY**

GULFSIDE MINERALS LTD.
(the "Company" or "Gulfside")
212 – 475 Howe Street
Vancouver, BC V6C 2B3

ITEM 2 **DATE OF MATERIAL CHANGE**

July 11, 2011

ITEM 3 **NEWS RELEASE**

Issued July 29, 2011 at Vancouver, BC

ITEM 4 **SUMMARY OF MATERIAL CHANGE**

Gulfside has entered into a Business and Financial Advisory Services Agreement with Brooklyn Pacific Capital Corp.

ITEM 5 **FULL DESCRIPTION OF MATERIAL CHANGE**

ITEM 5.1 **Full Description of Material Change**

Gulfside has entered into a Business and Financial Advisory Services Agreement with Brooklyn Pacific Capital Corp. ("Brooklyn Pacific") dated July 11, 2011 (the "Service Agreement") appointing Brooklyn Pacific as a nonexecutive business consultant and financial advisor to the Company. The Company is pleased to be working with Brooklyn Pacific and looks forward to a long and successful working relationship.

The Service Agreement is subject to TSX Venture Exchange approval.

ITEM 5.2 **Disclosure For Restructuring Transactions**

Not applicable.

ITEM 6 **RELIANCE ON SUBSECTION 7.1(2) OR (3) OF NATIONAL INSTRUMENT 51-102**

Not applicable.

ITEM 7 **OMITTED INFORMATION**

There are no significant facts required to be disclosed herein which has been omitted.

ITEM 8 **EXECUTIVE OFFICER**

Contact: Robert L. Card, President at (604) 687-7828

ITEM 9 DATE OF REPORT

July 29, 2011