

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1 **Name and Address of Company**

Taku Gold Corp.
608 – 409 Granville Street
Vancouver, BC V6C 1T2

Item 2 **Date of Material Change**

January 5, 2015

Item 3 **News Release**

The news release dated January 5, 2015 was issued in Vancouver, B.C., and disseminated through Stockwatch.

Item 4 **Summary of Material Change**

Vancouver, B.C., January 5, 2015 – Taku Gold Corp. (TSX-V: TAK) (the “Issuer”) announces that further to the Issuer’s news release dated December 24, 2014, the Issuer is undertaking a 10:1 Consolidation and Shares for Debt Settlement in conjunction with listing on the Canadian Securities Exchange (“CSE”). The Issuer is delisting its common shares from the TSX Venture Exchange at the close of business day on January 5, 2015 and will commence trading its common shares on post-consolidated basis on CSE on January 6, 2015. The Issuer’s name and trading symbol will remain the same. The new CUSIP number will be 874072200.

The Issuer concurrently will undertake shares-for-debt settlements in the aggregate amount of \$158,000 as owed to four creditors, by the issuance of an aggregate of 1,580,000 post-consolidated common shares of the Issuer at \$0.10 per common share. The common shares issued pursuant to this debt settlement will be subject to a hold period expiring May 6, 2015.

Item 5 **Full Description of Material Change**

Further to news release dated January 5, 2015, the Issuer announced that further to the Issuer’s news release dated December 24, 2014, the Issuer is undertaking a 10:1 Consolidation and Shares for Debt Settlement in conjunction with listing on the Canadian Securities Exchange (“CSE”). The Issuer is delisting its common shares from the TSX Venture Exchange at the close of business day on January 5, 2015 and will commence trading its common shares on post-consolidated basis on CSE on January 6, 2015. The Issuer’s name and trading symbol will remain the same. The new CUSIP number will be 874072200.

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Item 6 **Reliance on subsection 7.1(2) or (3) of National Instrument 51-102**

Not applicable.

Item 7 **Omitted Information**

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

Item 8 **Executive Officer**

Zachery Dingsdale, President & CEO
Tel (604) 642 - 0115

Item 9 **Date of Report**

This report is dated as of the 5th day of January, 2015.