

**FORM 51-102F3**

**MATERIAL CHANGE REPORT**

**Item 1: Name and Address of Reporting Issuer**

MEADOW BAY GOLD CORPORATION (the "Company")  
Suite 300 – 905 West Pender Street  
Vancouver, BC V6C 1L6

**Item 2: Date of Material Change**

June 6, 2012.

**Item 3: News Release**

A news release was issued and disseminated on June 6, 2012 through TheNewsWire and filed on SEDAR at [www.sedar.com](http://www.sedar.com).

**Item 4: Summary of Material Changes**

The Company has completed a combined IP/resistivity survey at its Atlanta Gold Mine Project in Lincoln County, Nevada.

**Item 5: Full Description of Material Change**

Please see the news release attached hereto, for a full description of the material change.

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

Note applicable.

**Item 7: Omitted Information**

None.

**Item 8: Executive Officer**

For further information, please contact:

Robert Dinning, Chairman and CEO  
Tel: 604.641.4450

**Item 9: Date of Report**

June 6, 2012.

## **MEADOW BAY GOLD FINDS NEW TARGETS AT ITS ATLANTA GOLD MINE IN NEVADA**

**Vancouver, BC** – June 6, 2012 Meadow Bay Gold Corporation (“Meadow Bay Gold”) (TSX:MAY) (OTCQX:MAYGF) (Frankfurt: 20M, WKN A1C3DN) has completed a combined IP/resistivity survey at its Atlanta Gold Mine Project, Lincoln County, Nevada.

Testing of the Atlanta Fault zone mineralization during the 2011 drill program discovered porphyry-hosted gold mineralization to the west of the historic Atlanta open pit. This porphyry-hosted mineralization is a distinctly different target than the gold-silver mineralization within the jasperoid breccias of the Atlanta Fault. In particular, the Atlanta Porphyry contains vein and disseminated pyrite that should allow it to be remotely detected through an induced polarization (IP) geophysical survey.

Quantec Geoscience Ltd was contracted to conduct the IP survey. An initial survey consisting of six lines evenly divided between the Atlanta Porphyry and a promising area known as the Western Knolls was expanded to ten lines covering 22.8km. The lines over the Atlanta Porphyry clearly show a region of enhanced chargeability with values up to 24 milliradians (5 times background values) indicative of disseminated sulfides beneath the area drilled in 2011. Based on the IP survey results, the chargeability anomaly suggests the porphyry is larger than previously interpreted and extends further to the north.

Previous reconnaissance exploration in the Western Knolls has revealed broad areas of silicification associated with several low-lying hills of Tertiary volcanic rocks. The IP results show multiple regions of chargeability with values up to 22 milliradians (two to 5 times background values), some quite close to the surface in the same area.

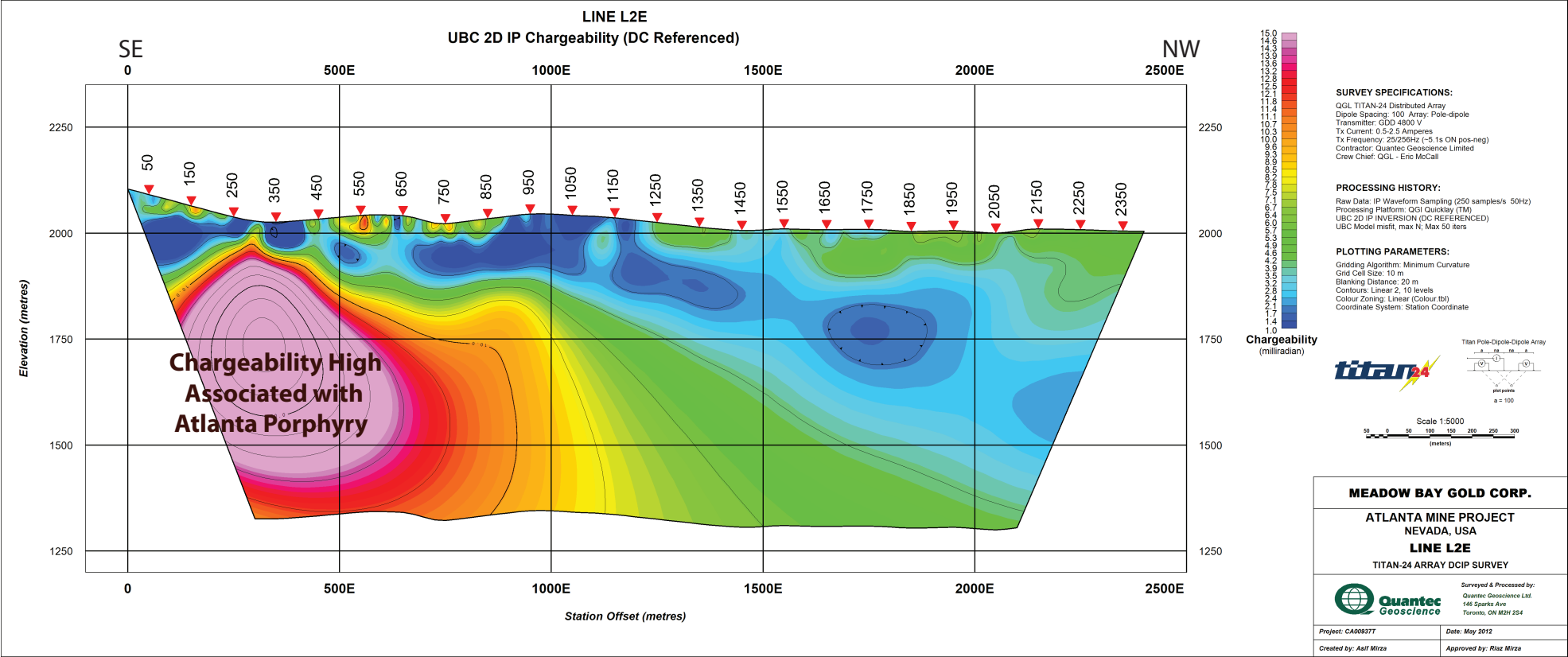
Both the IP results and a previous magnetic survey will be processed into a 3D model by Quantec. This model – in conjunction with further geological and geochemical investigations – will be used to guide future drilling in 2012.

Robert Dinning, CEO commented, “The results of this geophysical survey augment what we have been seeing. All of our previous efforts suggest that the Atlanta Mine is only one of many exploration targets in the Atlanta District. In particular, the IP results should help us define targets in the Western Knolls where recent assay results have been particularly encouraging.”

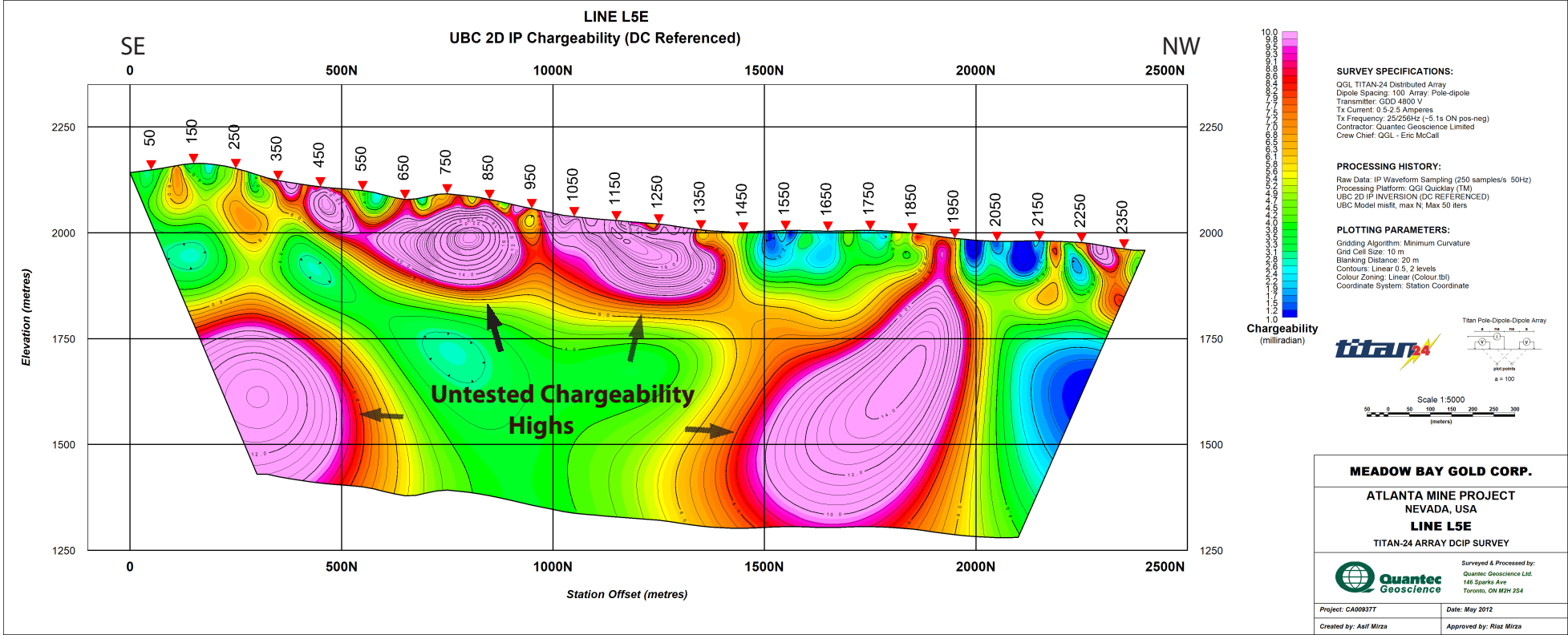
*The Company considers these results highly significant but also cautions that they are preliminary in nature and not conclusive evidence of the likelihood of the occurrence of an economic mineral deposit.*

Sample IP lines are available on the Meadow Bay Gold website at [www.meadowbaygold.com](http://www.meadowbaygold.com) and below:

# Titan 24 DCIP Line 2 over the Atlanta Porphyry



# Titan 24 DCIP Line 5 over the Western Knolls



Full details of the Atlanta project and the 2011 drill program are given in the last Technical Report filed at [www.sedar.com](http://www.sedar.com).

Dr. Matt Ball, P.Geol., a Qualified Person as defined by National Instrument 43-101 and independent consultant to the Company, has reviewed the contents of this press release.

Meadow Bay Gold is focused on developing the former producing Atlanta Gold Mine in Nevada, USA. Permitting for the next round of exploration drilling is ongoing.

For further information please contact:

Meadow Bay Gold Corporation

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