

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1: Name and Address of Company

Meadow Bay Gold Corporation (the “Company”)
Suite 210 – 905 West Pender Street
Vancouver, British Columbia
V6C 1L6

Item 2: Date of Material Change

March 1, 2018.

Item 3: News Release

A news release was issued and disseminated on March 1, 2018 and filed on SEDAR at www.sedar.com.

Item 4: Summary of Material Change

The Company announced that effective at the open on March 2, 2018, the Company’s common shares will commence trading on the Canadian Securities Exchange and will be delisted from the TSX Venture Exchange.

The Company also announced it has engaged Gustavson Associates, LLC, of Boulder Colorado to prepare an in-pit resource estimate for its flagship Atlanta Gold Mine Project in Lincoln County, Nevada.

Item 5: Full Description of Material Change

The Company announced that effective at the open on March 2, 2018, the Company’s common shares will commence trading on the Canadian Securities Exchange and will be delisted from the TSX Venture Exchange.

The Company also announced it has engaged Gustavson Associates, LLC, of Boulder Colorado to prepare an in-pit resource estimate for its flagship Atlanta Gold Mine Project in Lincoln County, Nevada.

The purpose of the in-pit resource estimate is to identify that portion of the larger global resource that could be exploited under current market conditions through open-pit mining. In particular, the area immediately to the west of the historic Atlanta Mine shows exceptional promise. Drilling in 2011 discovered gold mineralization hosted in a quartz latite porphyry in the hanging-wall of the Atlanta Shear Zone. The Atlanta Porphyry is both closer to the surface and softer than the historic mineralization in the shear zone.

A secondary purpose of the in-pit resource is to update the previous resource estimate and include the results of more recent drilling.

In addition to the in-pit resource estimate, the Company is looking at additional metallurgical testing of the porphyry mineralization, preliminary mine and process plant design, and initial OpEx and CapEx estimations. The goal is to integrate these studies into a Preliminary Economic Assessment (PEA) later in the year.

Charles “Bill” Reed, a Qualified Person as defined by National Instrument 43-101 and Director of the Company, has reviewed and approved the contents of the press release.

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

Not applicable.

Item 7: Omitted Information

None.

Item 8: Executive Officer

Robert Dinning
President, Chief Executive Officer, Chairman and Director
(604) 641-4450

Item 9: Date of Report

March 1, 2018.