

NOTICE OF CHANGE IN CORPORATE STRUCTURE

National Instrument 51-102 – Section 4.9

Item 1 Names of the parties to the transaction

Nass Valley Gateway Ltd. (“Nass Valley”)
Kirkland Precious Metals Corp. (“KPM”)

Item 2 Description of the transaction

Nass Valley has completed a plan of arrangement (the “Arrangement”) with its wholly owned subsidiary, KPM. Pursuant to the Arrangement, Nass Valley transferred all of its rights to the Central Catharine Claims the Link Catharine Claims and the 80 Foot Fall Claims located in the Province of Ontario to KPM. In exchange, the Nass Valley shareholders of record as at October 15, 2012 are entitled to receive common shares of KPM in an amount equal to the common shares they held in Nass Valley. Nass Valley received shareholder approval to the Arrangement at an annual general and special meeting of shareholders held on September 26, 2012, and received final approval to the Arrangement from the Supreme Court of British Columbia on October 2, 2012.

Item 3 Effective date of the transaction

October 15, 2012.

Item 4 Names of each party, if any, that ceased to be a reporting issuer subsequent to the transaction and name of the continuing entities

No party ceased to be a reporting issuer subsequent to the Arrangement. As of the effective date of the Arrangement, KPM became a reporting issuer in the provinces of British Columbia and Ontario.

Item 5 The date of the reporting issuer’s first financial year-end after the Arrangement

KPM – December 31, 2012.

Item 6 The periods, including the comparative periods, if any, of the interim and annual financial statements required to be filed for the reporting issuers’ first financial year after the Arrangement

KPM prepared an unaudited pro forma consolidated balance sheet as at June 30, 2012, which financial information was included in the information circular of Nass Valley dated August 27, 2012 and filed on SEDAR on September 5, 2012. As such, KPM is required to file interim financial statements for the period ended September 30, 2012 and annual financial statements for its first financial year ended December 31, 2012.

Nass Valley prepared audited financial statements for the fiscal year ended December 31, 2011, and unaudited interim financial statements for the six months ended June 30, 2012, which financial statements were included in the information circular of Nass Valley dated August 27, 2012 and filed on SEDAR on September 5, 2012. As such, Nass Valley is required to file

