

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

Item 1. Name and Address of Company

Viper Gold Ltd. ("Viper Gold" or the "Company")
430 - 580 Hornby Street
Vancouver, BC V6C 3B6

Item 2. Date of Material Change

May 8, 2015

Item 3. News Release

On May 8, 2015, a press release relating to the material change was issued and disseminated through the services of Marketwired.

Item 4. Summary Of Material Change

On May 8, 2015, Viper Gold announced the appointment of Mr. David Stadnyk as President and Chief Executive Officer of the Company. In addition, the Company announced the resignation of Mr. Paul C. Davis, as President and Chief Executive Officer.

Item 5. Full Description Of Material Change

On May 8, 2015, Viper Gold announced that the Company had appointed Mr. David Stadnyk, currently a director, to serve as President and Chief Executive Officer.

Mr. Stadnyk has extensive public company experience in senior management, corporate business development and corporate finance roles. In addition, he has been a founder, director and executive officer of numerous public companies.

The Company also announced the resignation of Mr. Paul C. Davis as President and Chief Executive Officer. Mr. Davis will remain a director of Viper.

Item 6. Reliance on subsection 7.1(2) of National Instrument 51-102

Not applicable.

Item 7. Omitted Information

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

Item 8. Executive Officer

The name and business telephone number of an executive officer of the Company who is knowledgeable about the material change and this report and who may be contacted in connection with this report is George Tsafalas, Director, at (604) 428-0511.

Item 9. Date of Report

May 8, 2015.