

FORM 51-102F3
Material Change Report

Item 1: Name and Address of Company

Fire River Gold Corp. (the "Company")
2303 West 41st Avenue
Vancouver, BC, V6M 2A3

Item 2: Date of Material Change:

December 30, 2010

Item 3: News Release:

A news release dated & issued on December 30, 2010 was disseminated through Canada News Wire

Item 4: Summary of Material Change:

The Company issued 3,128,514 Units at \$0.45 per Unit for gross proceeds of \$1,407,831.30

Item 5: Full Description of Material Change:

Each Unit consists of one common share and one-half of one non-transferable share purchase warrant. Each whole share purchase warrant entitles the holder to purchase one common share of the Company at a price of \$0.65 per share for 18 months, subject to an accelerated expiry provision, such that, in the event that the Company's shares close at or above \$0.90 per share for 10 consecutive trading days on the TSX Venture Exchange, the expiry date may be accelerated to 30 days.

All of the Common shares issued pursuant to this closing carry a legend restricting them from trading until May 1, 2011.

Item 5.2 Disclosure for Restructuring Transactions

Not Applicable

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

Not Applicable

Item 7: Omitted Information

Not Applicable

Item 8: Executive Officer

Harry Barr, President
Fire River Gold Corp. Telephone (604) 685.1870

Item 9: Date of Report

January 7, 2011