

Material Change Report - 51-102F3

Item 1 Name and Address of Company

Fire River Gold Corp. (the "Company")
469 Stageline Loop
Elko, Nevada 89801

Item 2 Date of Material Change

July 7, 2014

Item 3 News Release

The Company issued a news release via CNW Group, in Vancouver, B.C. July 7, 2014

Item 4 Summary of Material Change

Waterton Global Value, L.P. takes ownership of the Company's Nixon Fork Gold mine.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Waterton Global Value, L.P. ("Waterton") has taken full and unrestricted ownership of the Nixon Fork Gold Mine and Mystery Creek Resources, Inc. ("MCRI"), the U.S. corporation that owns the mine. This action is a result of the default by Fire River on the terms of the Credit Agreement with Waterton. Fire River and Waterton have agreed that Fire River will deliver all rights, debts, properties and obligations of MCRI to Waterton and Waterton will accept such as full and final satisfaction of the indebtedness due to Waterton under the Credit Agreement. As part of the final Settlement Agreement Waterton also agrees to pay to Fire River approximately C\$250,000 in cash and other obligations.

Fire River intends to use the proceeds of the cash settlement to work toward lifting the Cease Trade Order that is currently in effect with a view to resuming trading on the TSX Venture Exchange.

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

N/A

Item 7 Omitted Information

N/A

Item 8 Executive Officer

Paul Dyer, Chief Financial Officer
Telephone: 775 401-1183

Item 9 Date of Report

July 8, 2014