

FORM 51-102F3

Material Change Report

1. Name and Address of Company:

Bama Gold Corp.
P.O. Box 10322, Pacific Centre
Suite 1588 - 609 Granville Street
Vancouver, BC V7Y 1G5

(the "Company")

2. Date of Material Change:

September 30, 2013

3. News Release:

A news release was disseminated on September 30, 2013 and was subsequently filed on SEDAR.

4. Summary of Material Change:

The Company has arranged a non-brokered private placement of up to 6,000,000 units (the "Units") at a price of \$0.05 per unit for aggregate proceeds of up to \$300,000 and up to 10,000,000 flow through units (the "FT Units") at a price of \$0.075 per FT Unit for aggregate proceeds of up to \$750,000.

5. Full Description of Material Change:

Vancouver, British Columbia, September 30, 2013 – Bama Gold Corp. (TSX Venture: BMA) (the "Company") announces that the Company has relinquished its option to the Manalo-Mansaya properties.

Bama president Karl Kottmeier commented "The Bama board has decided that the company is no longer able to maintain and explore the Manalo-Mansaya properties and the properties will be returned to the Optionor. The challenges posed by the year-long political and military issues in Mali, the resulting personnel limitations imposed by a higher security risk in-country and the current state of the capital markets for potential financiers have forced the Company to re-evaluate its specific focus and make this difficult decision."

For further information contact Kirk Gamley, Vice President – Corporate Development of Bama Gold Corp., at (604) 678-8941.

6. Reliance on Subsection 7.1(2) or (3) of the National Instrument 51-102 *Continuous Disclosure Obligations*:

Not applicable.

7. **Omitted Information:**

Not applicable.

8. **Executive Officer Knowledgeable of Material Change:**

Karl Kottmeier, President
Telephone: (604) 678-8941

9. **Date of Report:**

September 30, 2013

Bama Gold Corp.

By: “Karl Kottmeier”
President
(Official Capacity)
Karl Kottmeier
(Please print here name of individual whose
signature appears above.)