

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:

December 16, 2014

3. News Release:

A news release was disseminated on December 16, 2014 and was subsequently filed on SEDAR.

4. Summary of Material Change:

The Company intends to proceed with a consolidation of its share capital on a five (5) old for one (1) new share basis.

5. Full Description of Material Change:

Vancouver, British Columbia, December 16, 2014 – Bama Gold Corp. (TSX Venture: BMA) (the “Company”) announces that it intends to proceed with a consolidation of its share capital on a five (5) old for one (1) new share basis. The name of the Company will not be changed as a result of the consolidation. The Company currently has 39,726,110 common shares outstanding. Upon completion of the share consolidation, a total of 7,945,222 common shares will be outstanding. The share consolidation was approved at an annual and special general meeting of the Company’s shareholders held on December 10, 2013. The consolidation remains subject to acceptance by the TSXV Venture Exchange.

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:**

December 16, 2014

Bama Gold Corp.

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