

FORM 51-102F3
MATERIAL CHANGE REPORT

ITEM 1 NAME AND ADDRESS

*PROVENANCE GOLD CORP. (the “Company”)
Suite 2200, 885 West Georgia Street
Vancouver, British Columbia
V6C 3E8*

ITEM 2 DATE OF MATERIAL CHANGE

January 16, 2017

ITEM 3 NEWS RELEASE

The Company issued a news release on January 16, 2017 relating to the material change, which was disseminated through Stockwatch and subsequently filed on SEDAR.

ITEM 4 SUMMARY OF MATERIAL CHANGE

The Company has completed the acquisition of 1084160 B.C. Ltd. (“Privco”). Privco is a privately-held British Columbia based company, which holds an option to acquire the 2K Gold Property located in Yukon, along the Moosehorn Range which is approximately 130 kilometres SSW of Dawson City.

The Company has also changed its name to “Provenance Gold Corp.” and the newly acquired Privco will continue as a wholly-owned subsidiary of the Company.

ITEM 5 FULL DESCRIPTION OF MATERIAL CHANGE

See attached news release.

ITEM 6 RELIANCE ON SUBSECTION 7.1(2) OF NATIONAL INSTRUMENT 51-102

Not applicable. This report is not being filed on a confidential basis.

ITEM 7 OMITTED INFORMATION

Not applicable.

ITEM 8 EXECUTIVE OFFICER

The following executive officer of the Company is knowledgeable about the material change and this report:

*Rauno Perttu, Chief Executive Officer
Telephone: (604)691.6100*

ITEM 9 DATE OF REPORT

January 16, 2017

PROVENANCE GOLD CORP.
Suite 2200, 885 West Georgia Street
Vancouver, British Columbia
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www.provenancegold.com

NEWS RELEASE

SPARX ACQUIRES PROVENANCE GOLD CORP. AND ANNOUNCES NAME CHANGE

January 16, 2017 – Vancouver, British Columbia – Sparx Energy Corp. (the “**Company**”) is pleased to announce that it has completed the acquisition of Provenance Gold Corp. (“**Provenance**”). Provenance is a privately-held British Columbia based company, which holds an option to acquire the 2K Gold Property located in Yukon, along the Moosehorn Range which is approximately 130 kilometres SSW of Dawson City. This property is an emerging orogenic gold camp of which Provenance has a prime land holding, directly west of the White Gold District within the Tintina Gold Belt. The 2K Gold Property consists of one-hundred-forty-nine quartz mining claims covering roughly 2,960 hectares (7,311 acres).

In consideration for all of the outstanding share capital of Provenance, the Company has issued 11,000,000 common shares and 3,500,000 common share purchase warrants (each, a “**Warrant**”) to the existing shareholders of Provenance. Each Warrant is exercisable to acquire an additional common share of the Company at a price of \$0.15 per share until October 19, 2018. In connection with closing of the acquisition, the Company has also changed its name to “Provenance Gold Corp.” and the newly acquired privately-held company will continue as a wholly-owned subsidiary of the Company.

Immediately following completion of the acquisition, Richard Grayston resigned as a director and as Chief Executive Officer of the Company, and as a result the board of directors of the Company appointed Rauno Perttu co-founder of Provenance as director, Chairman and Chief Executive Officer. Anita Algie and Samantha Stewart also resigned as directors of the Company, and the board appointed Provenance co-founders Robert Clark, Thomas Martin and Thomas Crom to fill such vacancies. The board also appointed Robert Clark as President and Chief Financial Officer of the Company.

For further information, contact Rauno Perttu at rkperttu@provenancegold.com.

On behalf of the Board,

Provenance Gold Corp.

Rauno Perttu, Director