

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1 Name and Address of Company

Plato Gold Corp.
Suite 300
1300 Bay Street
Toronto, Ontario
M5R 3K8

Item 2 Date of Material Change

June 22, 2007

Item 3 News Release

The press release attached as Schedule A was released over EBS Inc. on June 22, 2007.

Item 4 Summary of Material Change

The material change is described in the press release attached as Schedule A.

Item 5 Full Description of Material Change

The material change is described in the press release attached as Schedule A.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Anthony Cohen, President and CEO
Plato Gold Corp.
tel: 416-968-0608

Item 9 Date of Report

June 22, 2007

Schedule A

For Immediate Release:

Plato Gold Completes \$300,000 Private Placement with MineralFields Group

June 22, 2007 – Toronto, ON – Plato Gold Corp (“Plato”) [TSX.V: PGC], a Canadian junior gold exploration company with a focus on exploration projects in Northern Ontario and Quebec, is pleased to announce the completion of a \$300,000 non-brokered private placement. The private placement, which consists of 2,727,271 flow-through units at a price of \$0.11 each, is with the MineralFields Group as reference in the June 11, 2007 news release.

Each flow-through unit consisted of one flow-through share and one non-flow through common share purchase warrant. Each warrant entitles the holder to purchase one hard dollar common share at an exercise price of \$0.20 per common share, on or before June 18, 2008; and thereafter, at an exercise price of \$0.30 per common share, on or before June 18, 2009. All of the securities issued pursuant to this offering are subject to a hold period of four months expiring on October 19, 2007.

The proceeds from the private placement of flow-through shares will be used by Plato for exploration work on its properties in the Val d’Or area, including the previously announced option of the Nordeau gold deposit in Quebec. Full details on the Nordeau option announcement and details of the recent National Instrument 43-101 technical report are available at www.sedar.com. Mr. Anthony Cohen, President and CEO of Plato, stated: “Plato is pleased to be entering into our third financing with the MineralFields Group having already completed two ‘flow-through’ private placements at various price levels for aggregate proceeds totaling \$950,000 since November 2006. Plato, with the support of Mineralfields and shareholders alike, remains committed to our projects as we move forward.”

Following the issuance of the common shares pursuant to the fully subscribed private placement, there are 44,163,560 common shares issued and outstanding and 60,209,006 common shares on a fully diluted basis.

About MineralFields, Pathway and First Canadian Securities ®

MineralFields Group (a division of Pathway Asset Management) is a Toronto-based mining fund with significant assets under administration that offers its tax-advantaged super flow-through limited partnerships to investors throughout Canada during most of the calendar year, as well as hard-dollar resource limited partnerships to investors throughout the world. Pathway Asset Management also specializes in the manufacturing and distribution of structured products and mutual funds. Information about MineralFields Group is available at www.mineralfields.com. First Canadian Securities®, a division of Limited Market Dealer Inc., is active in leading resource financings (both flow-through and hard dollar) on competitive, effective and service-friendly terms, with investors both within, and outside of MineralFields Group.

Not for Distribution in the United States.

The TSX Venture Exchange has not reviewed and does not accept responsibility for the adequacy or accuracy of this news release.

Cautionary Statements

This news release report contains “forward-looking statements”, within the meaning of the United States Private Securities Litigation Reform Act of 1995 and similar Canadian legislation, concerning the business, operations and financial performance and condition of Plato. Forward-looking statements include, but are not limited to, statements with respect to the benefits of the offering and option transaction. Generally, these forward-looking statements can be identified by the use of forward-looking terminology such as “plans”, “expects” or “does not expect”, “is expected”, “budget”, “scheduled”, “estimates”, “forecasts”, “intends”, “anticipates” or “does not anticipate”, or “believes”, or variations of such words and phrases or state that certain actions, events or results “may”, “could”, “would”, “might” or “will be taken”, “occur” or “be achieved”. Forward-looking statements are based on the opinions and estimates of management as of the date such statements are made, and they are subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of Plato to be materially different from those expressed or implied by such forward-looking statements, including but not limited to risks related to: raising less than the required amount; not realizing on the anticipated benefits from the transaction or not realizing on such anticipated benefits within the expected time frame; risks related to exploration; actual resource viability, and other risks of the mining industry. Although management of Plato has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking statements, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements. Plato does not undertake to update any forward-looking statements that are incorporated by reference herein, except in accordance with applicable securities laws.

For further information, please contact:

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