

**Form 51-102F3**

**MATERIAL CHANGE REPORT**

**1. Name and Address of the Issuer**

Broadway Gold Mining Ltd. (the “Issuer”)  
#507-595 Howe Street  
Vancouver, British Columbia V6C 2T5

**2. Date of Material Change**

April 28, 2017

**3. News Release**

A press release was disseminated on April 28, 2017 through various approved public media and filed with the TSX Venture Exchange, the British Columbia Securities Commission and Alberta Securities Commission.

**4. Summary of Material Change**

The Issuer announced that it had that it had closed on April 28, 2017 its previously announced private placement offering of securities (the “Offering”) pursuant to which it issued 2,811,114 Units (see below) at a price of \$0.90 per Unit for gross proceeds of \$2,530,002.60.

**5. Full Description of Material Change**

The Issuer announced that it had closed on April 28, 2017 the Offering pursuant to which it had issued a total of 2,811,114 units of the Issuer (the “Units”) at a price of \$0.90 per Unit for gross proceeds of \$2,530,002.60. Each Unit is comprised of one common share in the capital of the Issuer (each, a “Common Share”), and one-half Common Share purchase warrant (each whole such warrant, a “Warrant”), with each such Warrant being exercisable to acquire one Common Share at a price of \$1.60 per share for a period of 18 months following the closing date of the Offering.

In connection with the closing of the Offering, the Company has paid finders fees in the aggregate amount of \$79,120 to several finders for introducing investors to the Company, and has issued in the aggregate 154,444 compensation options (the “Compensation Options”) to such finders. The Compensation Options will be exercisable to acquire one Unit for a period of 18 months from the date of issuance thereof at a price of \$0.90 per unit.

All securities sold or issued in connection with the Offering will be subject to a hold period of four months and one day from the date of issuance thereof.

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

Not applicable.

**7. Omitted Information**

No significant facts have been omitted from this report.

**8. Executive Officer**

For further information, please contact Suzanne Wood, Chief Financial Officer of the Issuer, at (604) 761-4689.

**9. Date of Report**

DATED the 8<sup>th</sup> day of May, 2017.