

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

UNDER SUBSECTION 7.1(1) OF NATIONAL INSTRUMENT 51-102

ITEM 1. NAME AND ADDRESS OF COMPANY

Prophecy Development Corp.
Suite 1610 – 409 Granville Street
Vancouver, BC V6C 1T2

ITEM 2. DATE OF MATERIAL CHANGE

May 30, 2018

ITEM 3. NEWS RELEASE

The news release dated May 30, 2018 was disseminated through Business Wire, Inc. and filed on SEDAR on May 30, 2018.

ITEM 4. SUMMARY OF MATERIAL CHANGE

Prophecy Development Corp. announced that it is undertaking a non-brokered private placement involving the issuance of up to 934,000 units at a price of \$3.00 per unit.

ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE

Please see the news release dated May 30, 2018, which is available for review under the Company's SEDAR profile at www.SEDAR.com.

ITEM 6. RELIANCE ON SUBSECTION 7.1(2) OR 7.1(3) OF NATIONAL INSTRUMENT 51-102

Not applicable.

ITEM 7. OMITTED INFORMATION

None.

ITEM 8. SENIOR OFFICER

Contact: Tony Wong, Corporate Secretary
Telephone: (604) 569-3661
Email: twong@prophecydev.com

ITEM 9. DATE OF REPORT

May 30, 2018