

**FORM 51-102F3
MATERIAL CHANGE REPORT
UNDER NATIONAL INSTRUMENT 51-102**

Item 1 Name and Address of Company

Nevada Sunrise Gold Corporation (the “Company”)
231 Cherry Avenue, #201
Auburn, California 95603

Item 2 Date of Material Change

March 31, 2010

Item 3 News Release

The Company issued a news release on April 7, 2010

Item 4 Summary of Material Change

Further to its news releases dated February 19, 2010 and March 23, 2010, the Company has completed the initial closing of its 6,666,666 unit private placement (the “Offering”). In this closing, the Company has issued 3,948,582 units at a price of \$0.15 per unit, for proceeds of \$592,287.

Item 5 Full Description of Material Change

Further to its news releases dated February 19, 2010 and March 23, 2010, the Company has completed the initial closing of its 6,666,666 unit private placement (the “Offering”). In this closing, the Company has issued 3,948,582 units at a price of \$0.15 per unit, for proceeds of \$592,287. Each unit consists of one common share and one half of one common share purchase warrant. Each whole warrant entitles the holder to purchase an additional common share at a price of \$0.25 for a period of 12 months from the date of issuance. The securities issued are subject to a four month hold period which expires August 1, 2010.

Proceeds from the private placement will be used to fund exploration of the Company’s North-American resource properties and for general working capital. Closing of the remainder of the Offering is subject to the approval of the TSX Venture Exchange. The Company paid cash finder’s fees of \$26,880.00 and issued warrants to purchase 179,199 common shares, exercisable at \$0.25 per common share for a period of 12 months, in connection with the private placement.

The Company also advises that Dr. Odin Christensen has stepped down from the board of directors. He had been slated to step down at the annual meeting to be held on April 15, 2010, but elected to step down early, for personal reasons. Dr. Christensen is expected to continue to provide consulting services to the Company and to remain active in the Golden Arrow project.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

William B. Henderson

President and CEO

Telephone: (530) 887-9901

Facsimile: (530) 884-3822

Item 9 Date of Report

April 9, 2010