

**KILO GOLDMINES LTD.**

**FORM 51-102F3**

***MATERIAL CHANGE REPORT***

1. Name and Address of Company

Kilo Goldmines Ltd.  
Suite 1200, 141 Adelaide Street West  
Toronto, Ontario M5H 3L5

2. Date(s) of Material Change(s)

July 22, 2011

3. News Release

Press release attached as Schedule A hereto was released through the facilities of the Marketwire disclosure network on July 25, 2011.

4. Summary of Material Change

On July 22, 2011, Kilo Goldmines Ltd. (the "Corporation") hired Alex van Hoeken to serve as the Corporation's Chief Executive Officer. The appointment is effective September 1, 2011 and is subject to regulatory approval. Mr. van Hoeken will replace Peter Hooper, the present interim Chief Executive Officer of the Corporation.

5. Full Description of the Material Changes

See press release attached as Schedule A hereto.

6. Reliance on Confidentiality Provisions of Subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

7. Omitted Information

Not applicable.

8. Executive Officers

The following executive officer of Kilo Goldmines Ltd. may be contacted for additional information:

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Chief Financial Officer  
Kilo Goldmines Ltd.  
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9. Date of Report

July 29, 2011

## SCHEDULE "A"



NEWS RELEASE

**FOR IMMEDIATE RELEASE**

### **KILO ANNOUNCES APPOINTMENT OF NEW CEO**

Toronto, Canada, July 25, 2011 – Kilo Goldmines Ltd. (TSXV-KGL & FRANKFURT-02K) (“Kilo” or the “Company”) is pleased to announce it has hired Alex van Hoeken to serve as President and Chief Executive Officer (CEO) of Kilo effective September 1, 2011.

Mr. Van Hoeken will replace Peter Hooper who is currently serving as Interim CEO. This appointment is subject to regulatory approval. Mr Hooper will remain as an advisor to the Company for a six month period and will not be standing for re-election at the Annual General Meeting of the Company to be held on September 1, 2011.

Mr. van Hoeken is a Dutch citizen and obtained a B.Sc. in Mining Engineering from the Colorado School of Mines in 1991. His early career included positions in the maritime construction industry in Nigeria, Malaysia, Qatar, and several European countries, after which he was involved in the establishment of gold and copper exploration and mining ventures in Indonesia, Mexico, and Oman.

He has been active in the mining industry in various management and consulting positions in the Democratic Republic of Congo (DRC) in the gold, diamond, and copper sectors since 1999 and has extensive experience with remote operations. Mr. van Hoeken has been a director and managing director of several private companies and subsidiaries of listed companies since 1996. He is fluent in French, and is a Fellow of the UK Institute of Materials, Minerals, and Mining as well as a UK Chartered Engineer, and a Professional Member of the US Society of Mining Engineers.

Mr van Hoeken is currently spending a lot of his time in the DRC.

Mr David Netherway, the Chairman of Kilo commented: “We are extremely pleased to welcome Alex as CEO. He brings with him a wealth of experience of working in the DRC and his mining and corporate background will be invaluable to taking Kilo forward.”

#### **About Kilo**

Kilo Goldmines Ltd. is a Canadian gold exploration company operating in the Democratic Republic of Congo (DRC). The Company has over 7,000 sq.km of favourable Archaean Kabalian greenstone in the Kilo-Moto area in north-eastern DRC. Kilo recently announced an inferred resource on the Adumbi Deposit of the Somituri Project of which the Company owns a 71.25% interest in the DRC entity that holds the Somituri Project Exploitation Permits.

The Company is also working on a number of other prospective areas which contain historical workings in the same region. It also has a joint venture with Rio Tinto Ltd. on potential iron ore licences in north-eastern DRC.

*This news release may contain forward looking statements concerning future operations of Kilo*

*Goldmines Ltd. All forward looking statements concerning the Company's future plans and operations, including management's assessment of the Company's project expectations or beliefs may be subject to certain assumptions, risks and uncertainties beyond the Company's control. Investors are cautioned that any such statements are not guarantees of future performance and that actual performance and exploration and financial results may differ materially from any estimates or projections.*

*Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.*

**For more information, please contact:**

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Non-executive Chairman

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Chief Financial Officer

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