

**FORM 51-102F3
Material Change Report**

**MATERIAL CHANGE REPORT UNDER SECTION 7.1(2) OR (3) OF
NATIONAL INSTRUMENT NO. 51-102**

Item 1. Reporting Issuer

**Mistango River Resources Inc.
4 Al Wende Avenue
P.O. Box 546
Kirkland Lake, ON
P2N 3J5**

Item 2. Date of Material Change

A material change took place on **March 1, 2012**

Item 3. Press Release

On **March 1, 2012**, a news release in respect of the material change was disseminated through Canada Stockwatch, Market News and Stocknetwork, Canadian Disclosure Network.

Item 4. Summary of Material Change

The material change is described in the Company's press release attached hereto as Schedule "A", which press release is incorporated herein.

Item 5. Full Description of Material Change

No information other than that provided in Item 4 above is presently available.

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

The report is not being filed on a confidential basis.

Item 7. Omitted Information

No information has been omitted.

Item 8. Executive Officer

Robert J. Kasner, President & CEO

Item 9. Date of Report

DATED at Kirkland Lake, in the Province of Ontario, this **1st** day of **March, 2012**

“ROBERT J. KASNER”

Per: Robert J. Kasner

President & CEO

Schedule A

Mistango River Resources Engages CHF Investor Relations; PDAC 2012 Booth #2104

Kirkland Lake, Ontario, March 1, 2012: Mistango River Resources Inc. (“Mistango” or the “Company”) (MIS:CNSX)(GLRAF:OTC) today announced that it has engaged CHF Investor Relations, a highly regarded Canadian investor relations firm headquartered in Toronto, as its IR partner.

“It is with great enthusiasm that the Company announces the launch of a new comprehensive investor awareness campaign. We are eager to share Mistango River’s story with a broader audience. CHF was selected to provide a solid broker outreach program and ongoing investor relations support that will showcase the Company’s resource potential and investment opportunity,” commented Robert Kasner, President and CEO of Mistango.

Effective immediately, the investor relations services agreement is for a fixed term until February 28, 2013. Under the terms of the services agreement CHF will receive \$6,000 per month in fees and reimbursement of allowable expenses. In the absence of written termination notice tendered effective February 28, 2013, the agreement can be extended for six to twelve months at the same rate of fees but subject to cancellation by either party upon three (3) months’ notice in writing. Thereafter a new agreement may be negotiated. The Company has also granted CHF 250,000 options, each option entitling the holder thereof to acquire one common share of the Company at an exercise price of \$0.25 per common share for a period of three years, vesting immediately; and (ii) 40,000 options, each option entitling the holder thereof to acquire one common share of the Company at an exercise price of \$0.35 per common share for a period of three years, vesting in three (3) months.

Prior to the grant of options outlined above, CHF had no direct or indirect interest in the Company or its securities.

PDAC 2012

Mistango River Resources Inc. will be exhibiting at PDAC 2012 in Toronto, March 4 – 7. Come visit at Booth # 2104 in the Investors Exchange during the conference.

About CHF Investor Relations

CHF will act as the Company's outsourced, low-cost equivalent to an internal investor relations department. CHF serves an international portfolio of CNSX, TSX Toronto Stock Exchange and TSX Venture-listed companies, and others that may seek to list on Canadian and U.S. Exchanges that operate in a broad range of industries including resource exploration and development, mineral production, oil & gas, high-tech, biotech, industrial and business services and products, special situations and "green" companies. CHF's capital market experience dates back to the late 1970's. Its head office is in Toronto, with branch offices in Calgary, New York; São Paulo; and Shanghai.

About Mistango River Resources

Mistango River Resources is a Canadian based exploration and development company holding several properties in Ontario and Quebec, including large land holdings in the Kirkland Lake region. Mistango specializes in precious metals and VMS hosted base metals, with recent projects centered on the Omega and Sackville properties in Ontario. Mistango brings a distinguished board and technical staff with expertise and many years in mineral exploration and mining fields. For additional information about Mistango and its mining properties, please visit Mistango’s website www.mistangoriverresources.ca.

This news release contains certain “forward-looking information”. All statements, other than statements of historical fact that address activities, events or developments that Mistango believes, expects or anticipates will or may occur in the future are forward-looking statements. These forward-looking statements reflect the current expectations or beliefs of Mistango based on information currently available to Mistango. Forward-looking statements are subject to a number of significant risks and uncertainties and other factors that may cause the actual results of Mistango to differ materially from those discussed in the forward-looking statements, and even if such actual results are realized or substantially

realized, there can be no assurance that they will have the expected consequences to, or effects on Mistango. Factors that would cause actual results or events to differ materially from current expectations include, but are not limited to, Mistango's decision to cancel its exploration program on its Omega gold property.

For further information please contact:

Robert J. Kasner, President & CEO

Telephone: 705-568-7540

E-mail: bobkasner@yahoo.com

Donald Kasner, Investor Relations

Telephone: 705-570-1019

E-mail: drkkasner@yahoo.ca

Website: www.mistangoriverresources.ca

Cathy Hume, CHF Investor Relations, CEO

Telephone: 416-868-1079 x 231

E-mail: cathy@chfir.com

The CNSX has not reviewed and does not accept responsibility for the adequacy of this release