

**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 **August 27, 2012**

**Item 3.                    Press Release**

On **August 27, 2012** , a news release in respect of the material change was disseminated through Canada Stockwatch, Market News and Stocknetwork Full 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 **28<sup>th</sup>** day of **August 2012**

**“ROBERT J. KASNER”**

Per:     Robert J. Kasner

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President & CEO

## Schedule A



### MISTANGO RETAINS NEW INVESTOR RELATIONS FIRM

**August 28, 2012 Kirkland Lake Ontario** Mistango River Resources Inc. (MIS:CNSX) (GLRAF:OTC) (“MIS” or the “Company”) is announcing that the Company has entered into a six month consulting agreement with Douglas McKay & Associates (“DMA”) for investor relations services. Under the terms of the agreement, the Company will pay a monthly fee of \$5,000 and granted 400,000 stock options vesting 100,000 at the end of each three month period from the date of grant until fully vested at an exercise price of \$0.25 until August 27, 2014.

DMA is based in Vancouver, British Columbia and currently provides investor relations services to other public and non-public companies. DMA and MIS are at arm’s length to one another.

#### **About Mistango**

Mistango River Resources Inc. 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](http://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:**

**Mistango River Resources Inc.**

Robert J. Kasner, President & CEO

Telephone: 705-568-7540

E-mail: [bobkasner@yahoo.com](mailto:bobkasner@yahoo.com)

Website: [www.mistangoriverresources.ca](http://www.mistangoriverresources.ca)