

**National Instrument 51-102  
NOTICE OF CHANGE IN CORPORATE STRUCTURE**

**1. Names of the parties to the transaction**

South American Gold and Copper Company Limited, prior to its change of name as described below (the “Company”).

**2. Description of the transaction**

Pursuant to a special resolution passed by the shareholders of the Company on March 28, 2011, the shareholders approved a change in the Company’s name to “Cerro Grande Mining Corporation”.

**3. Effective date of the transaction**

The effective date of the name change is March 31, 2011.

**4. Names of each party, if any, that ceased to be a reporting issuer subsequent to the transaction and of each continuing entity**

Not Applicable.

**5. Date of the reporting issuer’s first financial year-end subsequent to the transaction**

September 30, 2011.

**6. The periods, including the comparative periods, if any, of the interim and annual financial statements required to be filed for the reporting issuer’s first financial year subsequent to the transaction**

Not Applicable.

**7. Documents filed under NI 51-102 that described the Transaction**

The Company’s management information circular in connection with the annual and special meeting of shareholders of the Company held on March 28, 2011 to approve, among other things, the change of name, was filed on SEDAR on March 4, 2011.

**Dated** at Toronto, this 6<sup>th</sup> day of April, 2011.

**CERRO GRANDE MINING CORPORATION**

Per:

“Richard J. Lachcik”

Name: Richard J. Lachcik

Title: Director