

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

Curlew Lake Resources Inc. (the "Company")
Suite 303, 595 Howe Street
Vancouver, B.C. V6C 2T5

Item 2 Date of Material Change:

June 22, 2012

Item 3 News Release

June 27, 2012 disseminated through Marketwire and SEDAR filed.

Item 4 Summary of Material Change

On June 22, 2012 the Company appointed Robert Kramer as Chief Financial Officer and Secretary, to take the place of David McKee, who remains on the Board of Directors.

See Item 5 below for further particulars.

Item 5 Full Description of Material Change

See attached News Release dated June 27, 2012 for full particulars.

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

N/A

Item 7 Omitted Information

No information has been omitted on the basis that it is confidential information.

Item 8 Executive Officer:

Robert Pincombe, Chief Executive Officer and President
Phone: (604) 628-1961

Item 9 Date of Report

DATED this 27th day of June, 2012.

SIGNED: "*Robert Pincombe*"

Per:

Robert Pincombe, CEO & President



**Suite303, 595 Howe Street
Vancouver, B.C. V6C 2T5
Phone: (604) 718-2800 Fax: (604) 718-2808**

NEWS RELEASE

Curlew Lake Announces Appointment of New CFO

Vancouver, B.C. **June 27, 2012** – Curlew Lake Resources Inc. (TSX-V: **CWQ**) (OTC Pink: **CWLXF**) announces that following the AGM held June 22, 2012 Robert Kramer was appointed as Secretary and Chief Financial Officer of the Company, to take the place of David McKee, who will remain on the Board of Directors. The Company thanks Mr. McKee for his 8 years of service as CFO.

An accounting professional with over 36 years of business experience, Mr. Kramer, CA, CPA, has served in senior executive, director and non-executive director positions with public natural resource and technology companies trading on exchanges in both Canada and the United States. Mr. Kramer presently serves as Chief Financial Officer and director of Canamex Resources Corp., a junior resource company trading on the TSX Venture Exchange, with gold exploration projects in Guyana, South America and in Nevada. Most recently, Mr. Kramer was Chair of the Audit Committee of Silver Bull Resources Inc. (formerly Metalline Mining Company) trading on the New York Stock Exchange AMEX and Toronto Stock Exchange, and was co-lead director on structuring a merger with a Vancouver-based entrepreneurial and mineral exploration group. He holds a degree in economics from the University of California at Berkeley, and is a member of the Canadian Institute of Chartered Accountants, a registered Certified Public Accountant in the State of Illinois, and a Fellow of The Institute of Chartered Secretaries and Administrators.

The Company's Officers and Directors are currently comprised of the following:

Robert Pincombe, President, Chief Executive Officer and Director
Robert Kramer, Chief Financial Officer and Director
David McKee, Director
Harold Noyes, Director

ON BEHALF OF THE BOARD

SIGNED: *Robert Pincombe*

Robert Pincombe, President

For more information contact:
Robert Kramer, Chief Financial Officer
Tel: (604) 718-2800 (ext. 311)

For additional information or to be added to the corporate mailing list please visit the following page:
<http://www.curlew-lake.com/curlew/contactus.html>.

Neither the 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.