

**MATERIAL CHANGE REPORT**  
**Section 75 of the *Securities Act* (Ontario)**  
**Section 85 of the *Securities Act* (British Columbia)**  
**Section 118 of the *Securities Act* (Alberta)**

**Item 1. Reporting Issuer**

McLaren Resources Inc.  
Suite 520, 65 Queen Street West  
Toronto, Ontario M5H 2M5

Telephone: (416) 203-6784  
Facsimile: (416) 368-1539

**Item 2. Date of Material Change**

December 16, 2011

**Item 3. Press Release**

The news release announcing the material change was released on December 16, 2011 and subsequently filed on the System for Electronic Document Analysis and Retrieval. A copy of the press release is attached hereto

**Item 4. Summary of Material Change**

McLaren Resources Inc. ("McLaren") has raised \$850,000 by way of a non brokered private placement financing consisting of 3,000,000 Units for gross proceeds of \$600,000 and 1,000,000 Flow-Through Shares for gross proceeds of \$250,000.

**Item 5. Full Description of Material Change**

McLaren Resources Inc. ("McLaren") has raised \$850,000 by way of a non brokered private placement financing consisting of 3,000,000 Units for gross proceeds of \$600,000 and 1,000,000 Flow-Through Shares for gross proceeds of \$250,000.

The financing was made pursuant to exemptions from the prospectus requirements of the applicable securities laws consisting of 3,000,000 Units (the "Units") at a price of \$0.20 per Unit and 1,000,000 common shares issued on a "flow-through" basis (the "Flow-Through Shares") at a price of \$0.25 per Flow-Through Share.

Each Unit is comprised of one common share in the capital of McLaren and one-half of

one common share purchase warrant (a “Warrant”). Each whole Warrant will entitle the holder to acquire an additional common share at an exercise price of \$0.30 per share for a period of 18 months. All securities issued will be subject to a hold period of four months and one day.

**Item 6. Reasons for Confidentiality**

N/A

**Item 7. Omitted Information**

N/A

**Item 8. Senior Officer**

Inquiries in respect of the material change referred to herein may be made to:

Ivan Buzbuzian  
President  
McLaren Resources Inc.  
Suite 520, 65 Queen Street West  
Toronto, Ontario M5H 2M5

Telephone: (416) 203-6784  
Facsimile: (416) 368-1539

**Item 9. Statement of Senior Officer**

The foregoing accurately discloses the material change referred to herein.

**DATED** at Toronto, Ontario as of the 19<sup>th</sup> day of December, 2011.

*“Ivan Buzbuzian”*

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**Ivan Buzbuzian, President  
McLaren Resources Inc.**



## **NEWS RELEASE**

### **MCLAREN RAISES FUNDS AND COMMENCES DRILLING**

December 16, 2011

CNSX: MCL  
Frankfurt: 3ML  
Shares: 25,094,281

McLaren Resources Inc. ("McLaren") (CNSX: MCL, Frankfurt: 3ML) is pleased to announce that it has raised \$850,000 by way of a non brokered private placement financing consisting of 3,000,000 Units for gross proceeds of \$600,000 and 1,000,000 Flow-Through Shares for gross proceeds of \$250,000.

The financing was made pursuant to exemptions from the prospectus requirements of the applicable securities laws consisting of 3,000,000 Units (the "Units") at a price of \$0.20 per Unit and 1,000,000 common shares issued on a "flow-through" basis (the "Flow-Through Shares") at a price of \$0.25 per Flow-Through Share.

Each Unit is comprised of one common share in the capital of McLaren and one-half of one common share purchase warrant (a "Warrant"). Each whole Warrant will entitle the holder to acquire an additional common share at an exercise price of \$0.30 per share for a period of 18 months. All securities issued will be subject to a hold period of four months and one day.

The net proceeds from the sale of the Units will be used for exploration and general corporate purposes. The gross proceeds from the Flow-Through Shares will be used by McLaren to continue exploration and development on its gold properties located in Timmins, Ontario.

*McLaren Resources Inc. is a Canadian based junior exploration company engaged in acquiring, exploring, and developing resource properties in Canada.*

**Contact Information:**

Ivan Buzbuzian

President and CEO

**McLAREN RESOURCES INC.**

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For more information visit our web site at [www.mclarenresources.com](http://www.mclarenresources.com) or contact Ivan Buzbuzian, President and CEO of McLaren Resources, at 416-203-6784 x 4850.

*The Canadian National Stock Exchange has neither approved, nor disapproved on the contents of this press release.*

*Certain statements contained in this press release constitute "forward looking statements". These statements are based on current expectations of management, however are subject to known and unknown risks, uncertainties and other factors that may cause actual results to differ materially from the forward-looking statements in this news release. Readers are cautioned not to place undue reliance on these statements. The Company does not undertake any obligation to revise or update any forward-looking statements as a result of new information, future events or otherwise after the date hereof, except as required by securities laws.*