

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 27, 2013

Item 3. Press Release

The news release announcing the material change was released on December 27, 2013 through Newsfile 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

The Company announced the completion of a private placement.

Item 5. Full Description of Material Change

McLaren announced that it has completed a \$50,000 non brokered private placement financing consisting of 1,000,000 Flow-Through Units.

The financing was made pursuant to exemptions from the prospectus requirements of the applicable securities laws consisting of 1,000,000 Units issued on a "flow-through" basis (the "Flow-Through Units") at a price of \$0.05 per Flow-Through Share.

Each Unit is comprised of one Flow-Through 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 \$0.10 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 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.

For more information please see the attached news release below.

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 27th day of December, 2013.

"Ivan Buzbuzian"

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



Shares: 28,094,281
December 27, 2013

CNSX: MCL
Frankfurt: 3ML

NEWS RELEASE

McLaren Raises Exploration Funds

TORONTO, CANADA (December 27, 2013) McLaren Resources Inc. ("McLaren") (CNSX: MCL, Frankfurt: 3ML) is pleased to announce that it has completed a \$50,000 non brokered private placement financing consisting of 1,000,000 Flow-Through Units.

The financing was made pursuant to exemptions from the prospectus requirements of the applicable securities laws consisting of 1,000,000 Units issued on a "flow-through" basis (the "Flow-Through Units") at a price of \$0.05 per Flow-Through Share.

Each Unit is comprised of one Flow-Through 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 \$0.10 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 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

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Toronto ON, M5H 2M5

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For more information visit our web site at 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