

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

February 2, 2015

Item 3. Press Release

The news release announcing the material change was released on February 2, 2015 through Marketwire 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 resignation of its President and CEO and its CFO.

Item 5. Full Description of Material Change

The Company announced the resignation of Ivan Buzbuzian as President, CEO and as a Director of the Company. Company Chairman Michael Meredith has assumed the position of interim President and CEO.

The Company further announces that David McDonald has resigned as the CFO of the Corporation.

The Company will begin a search for a new CFO. The resignations were unanticipated by the board of directors.

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:

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

Telephone: (416) 203-6784

Item 9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

DATED at Toronto, Ontario as of the 2nd day of February, 2015.

“Michael Meredith”

**Michael Meredith, Interim President
McLaren Resources Inc.**



Shares: 28,094,281
February 2, 2015

CSE: MCL
Frankfurt: 3ML

NEWS RELEASE

McLaren Resources Announces Resignation of President and CEO and CFO

TORONTO, CANADA (February 2, 2015) McLaren Resources Inc. ("McLaren") (CSE: MCL, Frankfurt: 3ML) announces the resignation of Ivan Buzbuzian as President, CEO and as a Director of the Company. Company Chairman Michael Meredith has assumed the position of interim President and CEO.

The Company further announces that David McDonald has resigned as the CFO of the Corporation.

The Company will begin a search for a new CFO. The resignations were unanticipated by the board of directors.

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

Contact Information:

Michael Meredith
Interim President and CEO
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For more information visit our web site at www.mclarenresources.com or contact McLaren Resources, at 416-203-6784

The Canadian Securities 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