

## FORM 51-102F3

### MATERIAL CHANGE REPORT

#### Item 1: Name and Address of Reporting Issuer

MCLAREN RESOURCES INC.  
Suite 520, 65 Queen Street West  
Toronto, Ontario M5H 2M5

#### Item 2: Date of Material Change

December 30, 2016 and January 4, 2017

#### Item 3: News Release

The news release announcing the material change was released on January 5, 2017 through Newsfile Corp. 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**” or the “**Company**”) announced that the Company has completed a non-brokered private placement of flow-through units in the amount of \$175,000 plus a \$25,000 placement of common share units for aggregated gross proceeds of \$200,000.

#### Item 5: Full Description of Material Change

The Company announced that it has completed a non-brokered private placement of flow-through units in the amount of \$175,000 plus a \$25,000 placement of common share units for aggregated gross proceeds of \$200,000.

The Company issued 3,500,000 flow-through units at a price of \$0.05 per unit. Each flow-through unit consists of one common share in the capital of the Company issued on a flow-through basis pursuant to the *Income Tax Act* (Canada) and one-half of a common share purchase warrant. Each full warrant issued in connection with the flow-through units entitles its holder to purchase one common share in the capital of the Company at an exercise price of \$0.10 per share for a period of 24 months from the date of issuance.

The Company also issued 500,000 common share units at a price of \$0.05 per unit. Each common share unit consists of one common share and one common share purchase warrant which entitles its holder to purchase one common share in the capital of the Company at an exercise price of \$0.10 per share for a period of 24 months from the date of issuance.

Gross proceeds from the flow-through units will be used by the Company for exploration expenditures on its properties located in the Timmins Gold District in Northern Ontario. The proceeds from the common share units will be used for general corporate purposes.

In connection with the financing, McLaren paid a finder's fee by way of issuance of 280,000 common shares at a value of \$0.05 per share. As a result of the financing Accilent Capital Management Inc., a principal shareholder of the Company as finder and also as subscriber of flow-through units and common share units through its affiliate Pavillion Flow-Through LP, has increased its direct and indirect holding of voting securities of the Company from 13.1% to 21.59% on a fully diluted basis.

In addition to the shares issued in connection with the financing, the Company has issued 300,000 shares to Timginn Explorations Limited as payment valued at \$15,000 pursuant to the property option renewal agreement announced on December 7, 2016.

Please see the attached press release for more information.

**Item 6: Reliance of subsection 7.1(2) of NI 51-102**

Not applicable.

**Item 7: Omitted Information**

Not applicable.

**Item 8: Executive Officer**

For further information please contact:  
Michael Meredith, Interim President & CEO  
Tel.: (416) 203-6784

**Item 9: Date of Report**

January 5, 2017

**MCLAREN RESOURCES INC.**  
**Suite 520, 65 Queen St. West**  
**Toronto, Ontario, M5H2M5**

**News Release**

January 4, 2017  
Toronto, Ontario

**McLaren Resources Closes \$200,000 Financing**

Toronto, ON: McLaren Resources Inc. (“McLaren” / the “Company”) (CSE: MCL, Frankfurt: 3ML) announces that the Company has completed a non brokered private placement of flow through units in the amount of \$175,000 plus a \$25,000 placement of common share units for aggregated gross proceeds of \$200,000.

The Company issued 3,500,000 flow through units at a price of \$0.05 per unit. Each flow through unit consists of one common share in the capital of the Company issued on a flow through basis pursuant to the Income Tax Act (Canada) and one half of a common share purchase warrant. Each full warrant issued in connection with the flow through units entitles its holder to purchase one common share in the capital of the Company at an exercise price of \$0.10 per share for a period of 24 months from the date of issuance.

The Company also issued 500,000 common share units at a price of \$0.05 per unit. Each common share unit consists of one common share and one common share purchase warrant which entitles its holder to purchase one common share in the capital of the Company at an exercise price of \$0.10 per share for a period of 24 months from the date of issuance.

Gross proceeds from the flow through units will be used by the Company for exploration expenditures on its properties located in the Timmins Gold District in Northern Ontario. The proceeds from the common share units will be used for general corporate purposes.

In connection with the financing, McLaren paid a finder’s fee by way of issuance of 280,000 common shares at a value of \$0.05 per share. As a result of the financing Accilent Capital Management Inc., a principal shareholder of the Company as finder and also as subscriber of flow through units and common share units through its affiliate Pavillion Flow-Through LP., has increased its direct and indirect holding of voting securities of the Company from 13.1% to 21.59% on a fully diluted basis.

In addition to the shares issued in connection with the financing, the Company has issued 300,000 shares to Timginn Explorations Limited as payment valued at \$15,000 pursuant to the property option renewal agreement announced on December 7, 2016.

Contact information:

MCLAREN RESOURCES INC.  
65 Queen Street West, Suite 520  
Toronto, Ontario M5H 2M5  
Tel: 416 203 6784

*The CSE has in no way passed upon the merits of the proposed transaction and has neither approved nor disapproved the contents of this press release. The CSE does not accept responsibility for the adequacy or accuracy of this release.*