

MATERIAL CHANGE REPORT

ITEM 1 Name and Address of Company:

Renforth Resources Inc. ("**Renforth**" or the "**Company**") (CNSX:RFR)
65 Front Street East, Suite 304
Toronto, Ontario, M5E 1B5

ITEM 2 Date of Material Change:

July 20, 2012

ITEM 3 News Release:

A press release in connection with the material change was issued on Canadian newswires and filed on www.sedar.com under the Company's profile on July 18, 2012.

ITEM 4 Summary of Material Change:

Renforth has consolidated all of its issued and outstanding common shares on the basis of five (5) pre-consolidation shares for one (1) post-consolidation share effective July 20, 2012.

ITEM 5 Full Description of Material Change:

Renforth has consolidated all of its issued and outstanding common shares on the basis of five (5) pre-consolidation shares for one (1) post-consolidation share. The record date for the share consolidation is Tuesday July 24, 2012. Pursuant to CNSX Policy, the shares will commence quotation on the CNSX system on a consolidated basis on Friday July 20, 2012.

This consolidation remains subject to CNSX approval. No fractional shares will be issued upon consolidation and in the case where the consolidation results in a shareholder otherwise becoming entitled to a fraction of a common share; a downward adjustment will be made to the next whole common share.

A Letter of Transmittal will be mailed to registered shareholders of Renforth on or before July 20, 2012 to be used by shareholders to exchange their current share certificates for certificates representing the consolidated number of shares. No action is required by non-registered shareholders, who hold common shares of Renforth through an intermediary, to effect consolidation of their beneficially held common shares.

ITEM 6 Reliance on Subsection 7.1(2) of National Instrument 51-102:

The report is not being filed on in reliance on subsection 7.1(2) of National Instrument 51-102.

ITEM 7 Omitted Information:

No significant information has been omitted.

ITEM 8 Executive Officer:

Nicole Brewster
President and Chief Executive Officer
T: 416-368-5049

ITEM 9 Date of Report:

July 24, 2012