

FORM 51-102F3

**MATERIAL CHANGE REPORT
PURSUANT TO SECTION 7 OF NATIONAL INSTRUMENT 51-102**

ITEM 1 **REPORTING ISSUER**
MUSGROVE MINERALS CORP.
8338-120th Street
Surrey, BC V3W 3N4

ITEM 2 **DATE OF MATERIAL CHANGE**

April 26th, 2012

ITEM 3 **NEWS RELEASE**

News Release was filed after market closed on SEDAR on April 25, 2012 and disseminated over news@thenewswire.com.

ITEM 4 **SUMMARY OF MATERIAL CHANGE**

Stock consolidation on a five (5) old for one (1) new basis.

ITEM 5 **FULL DESCRIPTION OF MATERIAL CHANGE**

The issued common shares of the Company have been consolidated on the basis of five pre-consolidation shares for one post-consolidation share. Any fractional share remaining after giving effect to the aforementioned consolidation that is less than one-half of one share shall be deemed to be cancelled and each fractional share that is at least one-half of one share shall be deemed to be changed to one whole share;

ITEM 6 **RELIANCE ON SUBSECTION 7.1(2) OR (3) OF NATIONAL INSTRUMENT 51-102**

N/A

ITEM 7 **OMITTED INFORMATION**

N/A

ITEM 8 **EXECUTIVE OFFICER**

Rana Vig, President & CEO, Tel: 604 633 2442

ITEM 9 **DATE OF REPORT**

Dated at Surrey, B.C. this 26th day of April, 2012.