

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1 Name and Address of Company

Magna Resources Ltd. (MNA: CNSX)
1220- 1066 West Hastings Street
Vancouver, BC V6E 3X1

Item 2 Date of Material Change

August 15, 2013

Item 3 News Release

On August 15, 2013, a news release was issued. The news release was filed with the CNSX on August 15, 2013 and on SEDAR on August 28, 2013.

Item 4 Summary of Material Change

Magna Resources Ltd. (“**Magna**” or the “**Company**”) (CNSX: MNA; OTCQX: MGRZF) announces that its common shares commenced trading on OTCQX® International, a segment of the OTCQX marketplace in the U.S., under the symbol ‘MGRZF’ on August 15, 2013. The Company’s common shares will continue to trade on the CNSX Exchange under the symbol ‘MNA’.

Item 5 Full description of Material Change

Refer to the news release attached hereto as Schedule “A”.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

Item 7 Omitted Information

No information has been omitted.

Item 8 Executive Officer

The following executive officer of the Company is knowledgeable about the material change and may be contacted regarding the change:

Mike Sieb, President
604.558.4955

Item 9 Date of Report

August 28, 2013



MNA: CNSX

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SCHEDULE 'A'

NEWS RELEASE

CNSX: MNA

OTCQX: MGRZF

Magna Resources Ltd. Shares Commence Trading on OTCQX in the U.S.

Vancouver, B.C., August 15, 2013: Magna Resources Ltd. (“Magna” or the “Company”) (CNSX: MNA; OTCQX: MGRZF) announces that its common shares commenced trading today on OTCQX® International, a segment of the OTCQX marketplace in the U.S., under the symbol ‘MGRZF’. The Company’s common shares will continue to trade on the CNSX Exchange under the symbol ‘MNA’.

OTCQX International is a segment of the OTCQX marketplace reserved for high-quality non-U.S. companies that are listed on a qualified international exchange, undergo management reviews and provide their home country disclosure to U.S. investors. U.S. investors can find current financial disclosures and Real-Time Level 2 quotes for the Company on www.otcm Markets.com.

“Trading on the OTCQX marketplace will help broaden and enhance Magna’s investor reach by facilitating a large number of U.S. brokers to market our shares and providing U.S. investors clear access to trade in our stock,” said Mike Sieb, Magna’s President. “The current strength in the U.S. markets combined with the advancement of our U.S.-based major asset makes OTCQX an ideal trading venue to contribute significantly to the growth of the Company.”

The Company has engaged the services of Scarsdale Equities LLC, an institutional FINRA member broker/dealer and SIPC member located in New York City, U.S.A., to serve as the Company’s Principal American Liaison (“PAL”) on OTCQX, responsible for providing guidance on OTCQX requirements.

On Behalf of the Board,
Magna Resources Ltd.

“Rudy de Jonge”

Rudy de Jonge, CEO

About the Company

Magna Resources Ltd. is dedicated to the acquisition and development of potash mineral deposits in the USA and elsewhere, and trades on the Canadian National Stock Exchange under the symbol MNA and on



MNA: CNSX

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OTCQX in the U.S. under the symbol MGRZF. The Company holds certain potash leases and an option in respect of certain potash lease applications in the State of Utah that constitute the Green River Potash Project host to a significant potash exploration target, through a wholly owned subsidiary, American Potash LLC, a Nevada limited liability corporation.

Neither the OTCQX nor the Canadian National Stock Exchange nor its Regulation Services Provider (as that term is defined in the policies of the Canadian National Stock Exchange) accepts responsibility for the adequacy or accuracy of this release.

Statements in this press release other than purely historical information, historical estimates should not be relied upon, including statements relating to the Company's future plans and objectives or expected results, are "Forward-Looking Statements" within the meaning of Section 21E of the United States Securities Exchange Act of 1934, as amended and Canadian securities laws. Forward Looking Statements are based on numerous assumptions and are subject to all of the risks and uncertainties inherent in the Company's business, including risks inherent in resource exploration and development. As a result, actual results may vary materially from those described in the Forward Looking Statements.