

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

November 8, 2013

Item 3 News Release

On November 8, 2013, a news release was issued. The news release was filed with the CNSX and on SEDAR on November 8, 2013.

Item 4 Summary of Material Change

Magna Resources Ltd. (“**Magna**” or the “**Company**”) (CNSX: MNA; OTCQX: MGRZF) On November 8, 2013, the Company announced a partial closing of 1,759,232 Units of a private placement announced on October 18, 2013 for gross proceeds of \$263,884.80. Finders’ fees of \$11,189.00 were paid in connection with the partial closing. Following the partial closing, the Company has 53,340,898 common shares issued and outstanding.

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

November 21, 2013

Schedule A - see attached

NEWS RELEASE

Magna Resources Ltd. Announces Partial Closing of Non-Brokered Private Placement

Vancouver, B.C., November 8, 2013: Magna Resources Ltd. (the “**Company**”)(MNA:CNSX, MGRZF:OTCQX) On October 18, 2013, the Company announced a private placement for up to 2,500,000 units at a price of \$0.15 per unit (“**Unit**”) to raise proceeds of up to \$375,000.00 (the “**Private Placement**”). Each Unit will consist of one of one common share of the Company (a “**Share**”) and one-half of one common share purchase warrant of the Company (each whole warrant, a “**Warrant**”). Each Warrant will be exercisable into one common share of the Company (a “**Warrant Share**”) at an exercise price of \$0.25 per Warrant Share expiring 24 months from date of issuance.

A partial closing of 1,759,232 Units completed today. The Shares and Warrant Shares will be subject to a four month hold period expiring March 9, 2014. The expiry date of the Warrants is November 7, 2015.

Finder’s fees or commissions of \$11,189.00 were paid in connection with the partial closing of this Private Placement.

The net proceeds of \$252,694.90 are for the Company’s general working capital as well as preparatory work for the Phase 1 drill program at the Company’s Green River Potash Project in the renowned Paradox Basin, Utah.

Following the partial closing of this Private Placement, the Company has 53,340,898 common shares issued and outstanding.

About the Company

Magna Resources Ltd. is dedicated to the acquisition and development of potash mineral deposits in the USA and elsewhere. The Company, through a wholly owned subsidiary, American Potash LLC, a Nevada limited liability corporation, holds certain State potash leases and approval of certain federal potash prospecting permits in the State of Utah that constitute the Green River Potash Project, host to a significant potash Exploration Target.

On behalf of the Board of Directors

“*Mike Sieb*”

Mike Sieb, President

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 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.