

**Form 51-102F3  
Material Change Report**

**Item 1 Name and Address of Company**

GeoNovus Minerals Corp.  
(the "**Company**")  
Suite 1220 - 789 West Pender Street  
Vancouver, British Columbia V6C 1H2

**Item 2 Date of Material Change**

January 3, 2013

**Item 3 Date of News Release**

The Company disseminated the news release on January 3, 2013, via Stockwatch and filed it via SEDAR with the British Columbia, Alberta and Ontario Securities Commissions and the TSX Venture Exchange.

**Item 4 Summary of Material Change**

The Company announced that further to its news releases dated November 28, 2012 and December 13, 2012, it has completed the non-brokered private placement of 871,250 flow-through units at a price of \$0.08 per unit for gross proceeds of \$69,700.

**Item 5 Full Description of Material Change**

**5.1 Full Description of Material Change**

Please see attached news release.

**5.2 Disclosure for Restructuring Transactions**

N/A

**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**

Michael England, President, CEO and Director, (604) 683-3995  
Email: [englandcommunications@shaw.ca](mailto:englandcommunications@shaw.ca)

**Item 9 Date of Report**

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia, this 3<sup>rd</sup> day of January, 2013.

**GEONOVUS MINERALS CORP.**

"Michael England"

Per: Michael England



Suite 1220, 789 West Pender St. Vancouver, British Columbia  
Phone: 604-683-3995/ Toll Free: 888-945-4770/Fax: 604-683-3988

## GEONOVUS ANNOUNCES CLOSING OF FLOW-THROUGH PRIVATE PLACEMENT

January 3, 2012, VANCOUVER, B.C. – **GEONOVUS MINERALS CORP. (TSX-V:GNM)** (“**GeoNovus**” or the “**Company**”) is pleased to announce that further to its news releases dated November 28, 2012 and December 13, 2012, it has completed the non-brokered private placement of 871,250 flow-through units at a price of \$0.08 per unit (the “**FT Units**”) for gross proceeds of \$69,700 (the “**Offering**”).

Each FT Unit consists of one common share in the capital of the Company (each, a "**Share**") and one Share purchase warrant (a "**Warrant**"). Each Warrant will entitle the holder to purchase one Share (a "**Warrant Share**") for a period of 18 months from the closing date at an exercise price of \$0.12 per Warrant Share.

The Company issued to the finders under the Offering a total of 72,750 Share purchase warrants to purchase up to 72,750 Shares at a price of \$0.10 per Share for a period of 12 months from the closing date. In addition, the Company paid cash commissions to the finders totalling \$5,820.

The Shares and Warrants issued pursuant to the flow-through private placement and any Shares issued on exercise of the Warrants are subject to a four-month resale restriction that expires on April 29, 2013.

The proceeds raised from the Offering will be used for exploration expenditures on the Company’s Canadian mineral projects.

GeoNovus Minerals Corp. is a junior exploration company actively seeking mineral opportunities for the benefit of all of its stakeholders, with three active porphyry copper exploration projects in Arizona.

ON BEHALF OF THE BOARD

Signed “Michael England”

Michael England, President

FOR FURTHER INFORMATION PLEASE CONTACT:

Telephone: 1-604-683-3995; Toll Free: 1-888-945-4770; Facsimile: 1-604-683-3988, [www.geonovusminerals.com](http://www.geonovusminerals.com)

*Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.*