

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

Item 1. Name and Address of Company

Augustine Ventures Inc. (the "Company")
10th Floor, 56 Temperance Street
Toronto, Ontario M5H 3V5

Item 2. Date of Material Change

October 5, 2012

Item 3. News Release

The Company issued a news release on October 5, 2012 via a Canadian news wire service, a copy of which has also been filed on SEDAR.

Item 4. Summary of Material Change

The Company announced the resignation of its President and CEO and appointment of new President and CEO and Director.

Item 5. Full Description of Material Change

The Company announced that Mr. Wayne Isaacs has resigned as a director and as the President and Chief Executive Officer of the Corporation. Mr. John Sadowski has been appointed to the Board of Directors and Dr. Robert (Bob) Dodds has been appointed President and Chief Executive Officer of the Corporation.

Mr. Isaacs resigned from the Corporation to pursue other opportunities and the Corporation would like to thank Mr. Isaacs for his dedication and work on behalf of the Corporation and wishes him continued success in his future endeavours.

Dr. Dodds brings 42 years working experience in senior executive roles in the mining and energy sectors. His experience in the mining sector for base metals, gold, diamonds and uranium includes major project management, resource exploration, development and production. Some of the resource companies include Diavik Diamond Mine, Barrick Gold Corporation, The Kidd Creek Mine, Teck Resources Limited, Madawaska Mine and Goldlund. For the last 13 years, Dr. Dodds has held the positions of President and GM of various operating subsidiaries of Algonquin Power Utility Corp., a public trading company on the TSX, and a growing renewable energy and regulated utility company with over \$1.7 billion in assets across North America.

Mr. John Sadowski, who is currently a Director of Anconia Resources Corp., brings over 40 years of mining experience. He has been the President and Director of many junior mining companies in Northern Ontario. Mr. Sadowski has completed prospecting courses at Haileybury School of Mines and at the Ministry of Natural Resources and had his own prospecting company for many years. Mr. Sadowski is a lifetime member of the Prospectors and Developers Association of Canada.

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

N/A

Item 7. Omitted Information

N/A

Item 8. Executive Officer

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

Robert (Bob) Dodds
President & CEO
Phone: (416) 363-2528 x226
Email: news@augustineventures.com

The foregoing accurately discloses the material change referred to herein.

Dated this 9th day of October, 2012.

Augustine Ventures Inc.

"John V. Tokarsky"

John V. Tokarsky
Secretary