Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

AuRo Resources Corp.
Suite 600, 595 Howe Street
Vancouver, BC V6C 2T5

Item 2 Date of Material Change

April 18, 2012

Item 3 News Release

A News Release was issued in Vancouver, British Columbia on April 18, 2012 and distributed through Marketwire.

Item 4 Summary of Material Change

See attached news release.

Item 5 Full Description of Material Change

See attached news release.

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

Contact: Mark Lawson, President & CEO
Telephone: 416-623-0565

Item 9 Date of Report

April 18, 2012

NEWS RELEASE

AuRo Amends Private Placement

Vancouver, British Columbia, April 18, 2012 –AuRo Resources Corp. (TSX-V:ARU) (FRANKFURT:NXP3) announces that due to current market conditions, it is amending the terms of its proposed non-brokered private placement announced on April 9, 2012. The proposed financing will now involve the issuance of up to 20,000,000 units (the "Units") priced at $0.05 per Unit, for gross proceeds of up to $1,000,000.

Each Unit in the amended private placement will consist of one (1) common share of the Company and one-half (1/2) of one share purchase warrant (a "Warrant") with each whole Warrant entitling the holder thereof to acquire an additional common share of the Company for a period of 18 months at a price of $0.10 per share.

The term of the Warrants is subject to an acceleration right at the option of the Company, provided that the common shares of the Company trade at or above $0.25 for a full 20 consecutive trading days and the Company has provided Warrant holders with 30 days prior written notice of the accelerated Warrant exercise date.

All other terms and conditions remain unchanged, including the finder's fees payable in connection with the private placement.

The private placement is subject to Exchange acceptance. All of the securities issued pursuant to this offering will have a hold period expiring four months after the closing date.

About AuRo Resources Corp.

AuRo Resources is a mineral exploration company with major land positions in Colombia's leading gold camps. The Company holds property interests in three of the country's most prolific gold regions in Antioquia, Tolima-Quindio, and Santander-Norte de Santander. AuRo shares trade on the TSX Venture Exchange under the symbol ARU. For further information please visit www.auroresources.com.

ON BEHALF OF THE BOARD

(sgd.) *"Mark Lawson"*, President & CEO

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