FORM 51–102F3
MATERIAL CHANGE REPORT
UNDER NATIONAL INSTRUMENT 51-102

Item 1 Name and Address of Company

AKA Ventures Inc. (the "Company" or "AKA")
Suite 1730, 400 Burrard Street
Vancouver, BC V6C 3A6
Phone:604-542-4950

Item 2 Date of Material Change

February 28, 2012

Item 3 News Release

News release dated February 28, 2012 was filed on SEDAR and disseminated via MarketWatch and Stockwatch on February 28, 2012.

Item 4 Summary of Material Change

The Company announced it has entered into a binding letter of intent (the "**LOI**") with MGC Resource Corporation ("**MGC**"), pursuant to which the Company has granted MGC an option (the "**Option**") to acquire up to an 80% interest in and to certain unpatented mining claims owned by the Company known as the Long Valley Project (the "**Property**").

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Company announced it has entered into the LOI with MGC, pursuant to which the Company has granted MGC the Option to acquire up to an 80% interest in the Property.

Under the terms of the LOI, MGC may earn an initial 60% interest in the Property by issuing to the Company an aggregate of 2,000,000 common shares of MGC, with 500,000 common shares issuable on the date of closing (the "**Closing Date**"), an additional 500,000 common shares issuable on or before the first anniversary of the Closing Date, an additional 500,000 common shares issuable on or before the second anniversary of the Closing Date and an additional 500,000 common shares issuable on or before the third anniversary of the Closing Date. If MGC is not listed on the Toronto Stock Exchange or the TSX Venture Exchange (an "**Exchange**") on or before the first anniversary following the Closing Date the Company may, at its option, elect to return the 500,000 common shares issued on the Closing Date for a cash payment of $100,000 and also elect to receive a cash payment of $100,000 in lieu of the 500,000 common shares to be issued to the Company on the first anniversary following the Closing Date. In addition, if MGC is not listed on an Exchange on or before the second anniversary or third anniversary following the Closing Date, the Company may, at its option, elect to receive a cash payment of $100,000 in lieu of each 500,000 common share issuance due in such period. MGC has also agreed to fund aggregate expenditures of $2,000,000 on the Property, with $500,000 to be funded on or before the first anniversary of the Closing Date and a minimum of $500,000 to be funded during each of the third and fourth years of the Option.

Under the terms of the LOI, MGC may then earn an additional 20% interest (for a total interest of 80%) in the Property by completing a National Instrument 43-101 compliant Feasibility Study on the Property on or before the third anniversary from the date on which MGC has earned the initial 60% interest in the Property.

5.2 Disclosure for Restructuring Transactions

Not Applicable.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Albert Gerry
President and a Director
Phone: 604-542-4950
Fax: 604-542-4951

Item 9 Date of Report

March 19, 2012