FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1 **Name and Address of Company**

Acadia Resources Corp.
408 – 837 West Hastings Street
Vancouver, BC V6C 3N6

Item 2 **Date of Material Change**

August 9, 2013

Item 3 **News Release**

The news release dated August 9, 2013 was issued in Vancouver, BC, and disseminated through Stockwatch and Market News.

Item 4 **Summary of Material Change**

See news release dated August 9, 2013 attached. The Issuer announced that it had completed a second tranche closing of its private placement of subscription receipts at $0.05 - raised an aggregate $370,000 and issued 7,400,000 subscription receipts.

Item 5 **Full Description of Material Change**

5.1 Full Description of Material Change

See news release dated August 9, 2013 attached.

5.2 Disclosure for Restructuring Transactions

N/A.

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

Confidentiality is not requested.

Item 7 **Omitted Information**

No information has been omitted in respect of the material change.

Item 8 **Executive Officer**

Thomas J. Kennedy, Corporate Secretary
Tel (604) 682 - 2928

Item 9 **Date of Report**

August 9, 2013

Acadia Resources Corp.

408 - 837 West Hastings Street
Vancouver, BC V6C 3N6
Tel: (604) 684-6264 Fax: (604) 684-6242

News Release

Vancouver, B.C., August 9, 2013 – **Acadia Resources Corp.** (the "Company") (TSX.V: AIC) announces that it has completed a *second tranche closing* of its Private Placement (announced April 30 and May 15, 2013) of $370,000 through the issuance of 7,400,000 subscription receipts ("Receipts") at a price of $0.05 per Receipt. Each Receipt is convertible into one post-consolidated common share for no additional consideration. The Receipts are subject to a four month hold period expiring December 2, 2013. The Company paid finder's fees of $4,500 in connection with the second tranche closing of the Private Placement.

In all, the Company has raised an aggregate $577,500 and issued an aggregate 11,550,000 Receipts under the Private Placement. The proceeds from the Private Placement will be used for general working capital purposes.

ON BEHALF OF ACADIA RESOURCES CORP.

"Peter Clutterbuck"

Peter Clutterbuck
CEO, President

For further information contact Thomas J. Kennedy, at (604) 682-2928