

**FORM 53-901F
FORM 27 (BRITISH COLUMBIA and ALBERTA)**

SECURITIES ACT

**MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE SECURITIES
ACT (BRITISH COLUMBIA) AND SECTION 118 (1) OF THE SECURITIES
ACT (ALBERTA)**

Item 1. Reporting Issuer

The full name, address, telephone number and the principal office in Canada of the Reporting Issuer is;

Richco Investors Inc.
Suite 900 –789 West Pender Street
Vancouver, British Columbia V6C 1H2
Telephone: (604) 689-4407

Item 2. Date of Material Change

August 21, 2007

Item 3. Press Release

A press release issued pursuant to Section 85(1) of the Act announcing the material change summarized below was transmitted for filing via Sedar and for additional dissemination to Canada Stockwatch and Market News Publishing, Inc. on August 22, 2007.

Item 4. Summary of Material Change

The Company advises that it has declared a dividend in specie of Continental Mineral Corp. common shares which it has in its treasury.

Item 5. Full Description of Material Change

See attached.

Item 6. Reliance on Section 85(2) of the Act

This Report is not being filed on a confidential basis in reliance on Section 85(2) of the Act.

Item 7. Omitted Information

No information has been omitted from this Report on the basis that the Reporting Issuer believes that such information should remain confidential.

Item 8. Senior Officers

The name and business telephone number of a senior officer of the Reporting issuer who is knowledgeable about the material change and this report is:

Robert Smiley, President
Richco Investors Inc.
Telephone: (604) 689-4407

Item 9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia, as of the 22nd day of August, 2007.

“Robert Smiley”

Robert Smiley, President
RICHCO INVESTORS INC.

RICHCO INVESTORS INC.

Suite 900-789 West Pender Street
Vancouver, B.C. V6C 1H2

Telephone:(604) 689-4407
Fax: (604) 408-8515

August 22, 2007

DIVIDEND DECLARED

Richco Investors Inc. ("Richco") advises that on August 21, 2007 Richco declared a dividend in specie of a total of 755,000 common shares which it currently holds of Continental Minerals Corporation ("Continental"), a TSX Venture listed company (TSX Venture symbol KMK). The Continental shares will be distributed to the Richco shareholders of Series "A" and "B" common shares on a pro rata basis as to their shareholdings in Richco as of the record date August 31, 2007. Richco's common Series "A" and Series "B" common shares will trade ex dividend on August 29, 2007. There are currently 14,220,383 Series "A" and Series "B" common shares issued and outstanding, therefore 0.05309 shares of Continental will be distributed to the Richco shareholders for every common share of Richco they hold. For every 100 common shares of Richco, the shareholder will receive 5.309 shares of Continental. No fractional shares will be distributed and all distributed Continental shares will be rounded up or down to the next whole number.

RICHCO INVESTORS INC.

"Robert Smiley"

Robert G. Smiley, President

The TSX Venture Exchange has not reviewed and does not accept responsibility for the adequacy or accuracy of the contents hereof.