

FORM 51-102F3

MATERIAL CHANGE REPORT UNDER SECTION 7.1 of NI 51-102

Item 1. Name and Address of Company

**Dentonia Resources Ltd.
615 - 700 West Pender Street
Vancouver, B.C
V6C 1G8**

Item 2. Date of Material Change

November 21, 2011

Item 3. News Release

The news release was released, via Sedar, on November 21, 2011 to the TSX Venture Exchange, on which the Issuer's shares are listed, and through various other approved public media.

Copy of the Press Release is attached as Schedule "A".

Item 4. Summary of Material Change

Dentonia announces the restructuring of the Board of Directors.

Item 5.1 Full Description of Material Change

See Schedule "A" attached.

Item 5.2 Disclosure for Restructuring Transactions

Not Applicable.

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

Not Applicable.

Item 7. Omitted Information:

Not Applicable.

Item 8. Executive Officer

**Name: Adolf A. Petancic
Telephone: 604-682-1141**

Item 9. Date of Report

November 21, 2011

SCHEDULE "A"

News Release

November 21, 2011

TSX-V Symbol: DTA

Dentonia Announces Board Restructuring

Dentonia Resources Ltd. ("Dentonia" or "the Company") wishes to announce the restructuring of the Board of Directors as follows:

1. Mr. John Chalcraft, Director, has resigned from the board as of November 9, 2011. Mr. Chalcraft is retiring from the investor relations business and has chosen to resign from the board of Dentonia as well. Management would like to thank John for his years of service to the Company and wish him all the best in his retirement.
2. Ms. Deanna (Dee) Sauv  has been appointed to the Board of Directors. Dee has been an integral part of the day to day running of Dentonia since 2008 and management welcomes the addition to the board.
3. Mr. Jeffrey Ratcliffe has been appointed to the Board of Directors. Jeff will also be taking on the roles of Chief Financial Officer and Secretary.

Dentonia Resources Ltd. is a Canadian mineral exploration and development company with a portfolio of diverse exploration projects consisting of diamond and tungsten prospects, located respectively, in the Northwest Territories and British Columbia, Canada.

For further information, please contact Adolf Petancic, President at (604) 682-1141.

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this news release