FORM 51-102F3

MATERIAL CHANGE REPORT

1. **Name and Address of Company**

   YORBEAU RESOURCES INC. (the « Company »)
   110 Place Crémazie, Suite 430
   Montreal, QC H2P 1B9

2. **Date of Material Change**

   August 17, 2009

3. **Press Release**

   The press release was released on August 17, 2009 through Marketwire.

4. **Summary of Material Change(s)**

   The Company completed a rights offering which generated gross proceeds of $852,277.

5. **Full Description of Material Change**

   See attached press release for details.

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

   Not applicable

7. **Omitted Information**

   Not applicable

8. **Executive Officer**

   David Crevier, Chairman
   Phone (514) 284-3663

9. **Date of Report**

   August 26, 2009.

PRESS RELEASE
FOR IMMEDIATE RELEASE

YORBEAU RAISES $852,277 PURSUANT TO ITS RIGHTS OFFERING

Montreal, August 17, 2009 - Yorbeau Resources Inc. ("Yorbeau"') is pleased to announce that its rights offering generated gross proceeds of $852,277. Under the offering, 6,087,696 Class A shares, of which 3,043,848 are flow-through shares, have been issued at a subscription price of $0.14 per share. Net proceeds of the offering will be used to incur Canadian exploration expenses on its properties and to provide general working capital.

About Yorbeau Resources Inc.

The raison d'être of Yorbeau is to identify a world class gold deposit in a major mining camp. Against the backdrop of a market that is steadily more welcoming for gold, Yorbeau is poised to significantly increase the known gold resources on its properties in Northern Quebec.

For further information, please contact:

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Forward-looking statements: *Except for statement of historical fact, all statements in this news release, without limitation, regarding new projects, acquisitions, future plans and objectives are forward-looking statements which involve risks and uncertainties. There can be no assurance that such statements will prove to be accurate; actual results and future events could differ materially from those anticipated in such statements.*