

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

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**Item 1**      **Name and Address of Company**

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

**Item 2**      **Date of Material Change**

April 28, 2016.

**Item 3**      **News Release**

The press release was released on April 29, 2016 through Marketwire.

**Item 4**      **Summary of Material Change**

The Company closed an additional tranche of a private placement by issuing 1,428,572 units at a price of \$0.07 per unit for gross proceeds of \$100,000. The Company also closed the second tranche of a flow-through private placement by issuing 1,666,667 flow-through common shares at a price of \$0.105 per share for gross proceeds of \$175,000.

**Item 5**      **Full Description of Material Change**

See attached press release for details.

**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**

David Crevier, Chairman and Chief Executive Officer  
Telephone: (514) 284-3663

**Item 9**      **Date of report**

April 29, 2016.



Experience Vision Exploration

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**PRESS RELEASE  
FOR IMMEDIATE RELEASE**

**YORBEAU CLOSES FINAL TRANCHES OF PRIVATE PLACEMENTS**

**Montreal, April 29, 2016** - Yorbeau Resources Inc. (the "Company") (TSX: YRB.A) is pleased to announce that it has completed an additional and final tranche of its previously announced private placement (see press release dated March 11, 2016) by issuing an additional 1,428,572 units at a price of \$0.07 per unit for gross proceeds of \$100,000. The Company has raised total gross proceeds of \$850,000 under this financing.

The Company has also completed a second tranche of its previously announced flow-through private placement (see press release dated April 1, 2016) by issuing an additional 1,666,667 flow-through shares at a price of \$0.105 per share for gross proceeds of \$175,000. The Company has raised total gross proceeds of \$800,000 under this financing.

**About Yorbeau Resources Inc.**

The Company's 100% controlled Rouyn Property contains four known gold deposits in the 6-km-long Augmitto-Astoria corridor situated on the western half of the property. Two of the four deposits, Astoria and Augmitto, have substantial underground infrastructure and have been the focus of NI 43-101 technical reports that include resource estimates. The Company has recently expanded its exploration property portfolio by acquiring strategic base metal properties in prospective areas of the Abitibi Belt of Quebec and Ontario that also feature infrastructure favourable for mining development.

More information on the Company may be found on the Company's website at [www.yorbeauresources.com](http://www.yorbeauresources.com).

**For further information, please contact:**

Gérald Riverin, Ph D., P. Geo  
President  
Yorbeau Resources Inc.  
[griverin@yorbeauresources.com](mailto:griverin@yorbeauresources.com)  
Tel : 819-279-1336

G. Bodnar Jr.  
Director  
Yorbeau Resources Inc.  
[gbodnar@yorbeauresources.com](mailto:gbodnar@yorbeauresources.com)  
Tel.: 514-384-2202  
Toll free in North America: 1-855-384-2202

**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.*