

FORM 51-102F3
Material Change Report

Item 1. Name and Address of Company

Ross River Minerals Inc. (the "Company")
#1004 – 750 West Pender Street
Vancouver, BC V6C 2T7

Item 2. Date of Material Change

April 26, 2007

Item 3. News Release

Disseminated on April 27, 2007 through Stockwatch

Item 4. Summary of Material Change

The Company has announced the appointment of a new director and the grant of stock options.

Item 5. Full Description of Material Change

The Company announced that Mr. Robert Jamieson has been appointed Chief Financial Officer and a Director of the Company. Mr. Jamieson is a Chartered Accountant in public practice for the last thirty-one years, providing auditing, accounting and tax services to public and private companies and individuals. Mr. Jamieson is also Chief Financial Officer and a Director of Harbour Pacific Minerals Inc. and President and a Director of Croydon Mercantile Corp.

The Company also announces that it has received the resignation of Director Mr. Daniel Hachey effective immediately. The Company would like to thank Mr. Hachey for his past services to the Company.

The Company has granted stock options under its stock option plan to directors, employees and consultants to purchase a total of 1,350,000 common shares in the capital stock of the Company exercisable until April 26, 2012 at a price of \$0.12 per share. The granting of these stock options is subject to acceptance for filing by the TSX Venture Exchange.

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

N/A

Item 7. Omitted Information

N/A

Item 8. Executive Officer

Mr. Marcus N. Foster, President & CEO
604-682-2770

Item 9. Date of Report

April 27, 2007