MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Ross River Minerals Inc.
#709 – 700 West Pender Street
Vancouver, BC V6C 1G8

Item 2 Date of Material Change

March 29, 2012

Item 3 News Release

The news release March 29, 2012 was disseminated through Canada Stockwatch and Market News under section 7.1 of National Instrument 51-102.

Item 4 Summary of Material Change

Please refer to attached news release.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Please refer to attached news release.

5.2 Disclosure for Restructuring Transactions

N/A

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

Marcus Foster, President & Director 604-682-2770

Item 9 Date of Report

March 29, 2012

ROSS RIVER MINERALS INC.
#1730 – 400 Burrard Street
Vancouver, BC V6C 3A6
Telephone: 604-682-2770

NOT FOR DISSEMINATION IN THE UNITED STATES

PRESS RELEASE

March 29, 2012

PROPERTY ACQUISTION AND FINANCING INCREASE

Vancouver, BC: Ross River Minerals Inc. (TSX-V: RRM) ("RRM" or the "Company") is pleased to announce that it has entered into a binding letter of intent (the "LOI") with West Coast Resource Associates, LLC., ("West Coast") pursuant to which RRM has been granted the option to acquire up to a 100% interest in and to certain mining claims known as the Liver Peak Property (the "Property").

The Liver Peak property comprises 30 unpatented federal mining claims covering 620 acres in the Lolo National Forest in Sanders County, Montana, about 8 kilometers northeast of the town of Thompson Falls. The claims are centered on an elliptical area measuring 2.7 kilometers by 2.1 kilometers of strong hydrothermal alteration and quartz veining. General Moly Inc. maintains about 890 acres of unpatented mining claims contiguous with the Liver Peak property on southeastern fringes of the altered area.

Historic drilling on the Liver Peak property between 1967 and 1981 by Bear Creek Mining, Asarco, and Noranda, totaled 10 holes for 6600 meters drilled. This drilling intersected three significant zones of molybdenum mineralization grading over 0.1% MoS_2 accompanied by elevated tungsten and silver over an area extending at least 600 meters by 300 meters and extending to depths of nearly 1400 meters. The system is substantially untested at depth.

Molybdenum mineralization has been found in three subsurface regions, termed the Upper Zone, the North Zone, and the Lower Zone, all of which are probably genetically linked to a deep mass of quartz-eye porphyry intersected in the last deep hole drilled on the property in 1979. Falling molybdenum prices in 1982 led Noranda to abandon the project and drop their claims. No significant work to determine the extent of the quartz-eye porphyry and related molybdenum-tungsten-silver mineralization has been done since that time.

In the last deep exploration drilling conducted on the property in 1979, drillhole LP-4 (total depth 1460 meters) intersected 687 meters of a felsic intrusive complex including a distinctive quartz-eye porphyry that carried significant molybdenite in stockwork quartz veinlets associated with secondary K-feldspar and silica alteration. Significant molybdenum mineralization was found in a shallow zone between 268 meters and 564 meters grading 0.118% MoS_2 hosted by Precambrian Belt Series sedimentary rocks, and a lower zone between 1198 meters and 1387 meters grading 0.126% MoS_2 hosted by stockwork quartz veinlets in quartz-eye porphyry immediately overlying a silica-altered microgranite. The hole was terminated at a depth of 1460 meters in microgranite carrying increasing amounts of secondary K-feldspar and secondary biotite. A previous drillhole LP-2, located 250 meters northwest of LP-4, encountered 216 meters grading 0.10% MoS_2 between depths of 70 meters and 320 meters and a lower zone between depths of 637 meters and 853 meters (TD) grading 0.10% MoS_2 though it wasn't drilled deep enough to encounter the quartz-eye porphyry.

Rising molybdenum prices beginning in 2004 led Idaho General Mines (General Moly) to restake the district. For unknown reasons in 2006, Idaho General Mines dropped the claims in the core of the district, and they were subsequently relocated by several affiliates of West Coast Resource Alliance. In early 2012, West Coast Resource Alliance Ltd. consolidated their holdings by restaking the key ground in the district, directly over the known molybdenum mineralization and the underlying quartz-eye porphyry.

No mineral resource has yet been identified on the Liver Peak Project. There is no certainty that future exploration effort will result in the identification of a mineral resource or that any mineral resource that might be discovered will prove to be economically recoverable.

Under the terms of the LOI, RRM may earn an initial 51% interest in the Property (the "Initial Option") by:

1. making the following cash payments which are classified as advanced royalty payments:

    a) $50,000 upon TSX Venture Exchange approval of the LOI;
    b) $100,000 on or before March 1, 2013;
    c) $200,000 on or before March 1, 2014;
    d) $300,000 on or before March 1, 2015;
    e) $400,000 on or before March 1, 2016; and

2. completing an aggregate of $4 million in exploration and development expenditures ("Expenditures") on the Property as follows:

    a) complete $1 million of Expenditures on the Property on or before March 1, 2013;
    b) complete a further $1 million of Expenditures on the Property on or before March 1, 2014;
    c) complete a further $1 million of Expenditures on the Property on or before March 1, 2015; and
    d) complete a further $1 million of Expenditures on the Property on or before March 1, 2016.

The Company may, in lieu of completing the Expenditures referred to above, make cash payments to West Coast for all or part of the Expenditures otherwise required to be made in any period and such payments will be credited towards the Expenditures required for that period.

Upon completion of the Initial Option, RRM may acquire a further 49% interest in the Property (the "Second Option"). In order to exercise the Second Option, RRM must produce a feasibility study prepared by an independent qualified person in respect to the Property on or before March 1, 2018.

The Property is subject to a 3% gross production royalty in favor of West Coast which may be purchased at any time by the Company. Advanced royalty payments of $500,000 per annum shall commence on March 1, 2017 and be payable until commercial production. The LOI is subject to certain conditions precedent for RRM including any required regulatory approvals.

Furthermore, the Company has amended the terms of the financing announced October 26, 2011. The financing will be decreased to 10,000,000 Units at a price of $0.10 per Unit for total gross proceeds of $1,000,000. Each Unit will consist of one common share and one non-transferable share purchase warrant (the "Warrant"). Each Warrant entitles the holder to acquire a common share for a period of one year from closing at a price of $0.20 per share. If the Company's shares trade at $0.30 or above for ten consecutive trading days, the Company has the right to give the warrant holders thirty days' notice to exercise the Warrants and all unexercised Warrants at the end of that period will expire.

The proceeds from this private placement will be used to partially cover the Budgeted Expenditures for the next annual period on the El Pulpo project ($1.25 million) and the expenditures for the next year under the Liver Peak Option ($1.150 million). The Company has 6,585,000 outstanding warrants exercisable at $0.15 per warrant on or before May 14, 2012. The Company may pay finder's fees on the private placement proceeds to certain parties in accordance with the policies of and subject to the approval of the TSX Venture Exchange.

Qualified Person

Dr. Timothy Marsh, Ph.D., P.Eng., Advisor to the Company and a qualified person as such term is defined in NI 43-101, has reviewed and approved the scientific and technical information included in this news release.

ROSS RIVER MINERALS INC.

Per: ***"Marcus Foster"***

Marcus N. Foster, President