

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

International Samuel Exploration Corp.
#888 – 700 West Georgia Street
Vancouver, B.C. V7Y 1G5
Telephone: 604-718-5454
Fax: 604-646-2054

Item 2: Date of Material Change

August 10, 2012

Item 3: News Release

The news release was disseminated on August 10, 2012 through Canada Stockwatch and filed on SEDAR.

Item 4: Summary of Material Change

International Samuel Exploration Corp. announces completion of non-brokered private placement and grant of stock options.

Item 5: Full Description of Material Change

International Samuel Exploration Corp. (ISS: TSX-V) (the “Company”) is pleased to announce that it has closed the previously announced non-brokered financing raising total gross proceeds of \$291,000.

The Company issued 2,610,000 flow-through units (“FT Units”) at \$0.10 per FT Unit. Each FT Unit consists of one common flow-through share and one-half of one non flow-through share purchase warrant. Each whole warrant entitles the holder to subscribe for one additional non flow-through common share of the Company at \$0.25 per share for a one year period from the closing date.

In addition, the Company issued 300,000 non flow-through units (“NFT Units”) at \$0.10 per NFT Unit. Each NFT Unit consists of one common share and one-half of one share purchase warrant. Each whole warrant entitles the holder to subscribe for one additional common share of the Company at \$0.25 per share for a one year period from the closing date.

The Company paid a finder’s fee in cash of \$4,380 to Odlum Brown Ltd. All of the securities issued in connection with this closing carry a legend restricting them from trading until December 10, 2012.

The proceeds of this private placement will be used for the purpose of carrying out the exploration programs on the Company’s British Columbia properties and for general working capital.

On another matter, the Company announces that further to its stock option plan, it is granting options to buy an aggregate of 1,319,100 shares to various directors, officers, employees, and consultants to the Company. The options are exercisable at \$0.12 per share for a term of five years from the date of grant.

Item 6: Reliance on subsection 71(2) of National Instrument 51-102

N/A.

Item 7: Omitted Information

N/A.

Item 8: Executive Officer

The following executive officer of the Company is knowledgeable about the material change disclosed in this report and may be contacted as follows:

Conrad Swanson, President and Chief Executive Officer
Telephone: 604-718-5454

Item 9: Date of Report

August 10, 2012