

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1 Name and Address of Company

Cash Minerals Ltd.
65 Queen St. West, Suite 800
Toronto, ON M5H 2M5

Item 2 Date of Material Change

September 2, 2009

Item 3 News Release

A news releases was issued by the Corporation on September 2, 2009 and subsequently filed on SEDAR.

Item 4 Summary of Material Change

Cash Minerals Ltd. ("Cash Minerals" or the "Company") announced that it has entered into a definitive agreement (the "Definitive Agreement") to acquire from Nyah Resources Corp. ("Nyah") a 100% interest in the Agnew Lake properties (the "Acquisition").

Item 5 Full Description of Material Change

Cash Minerals announced that it has entered into a definitive agreement (the "Definitive Agreement") to acquire from Nyah a 100% interest in the Agnew Lake properties (the "Acquisition").

The Agnew Lake property consists of two separate exploration claim blocks comprised of the Agnew Lake North Uranium property (the "Agnew Lake North Uranium Property"), which is the most advanced of the two claim blocks, and the Agnew Lake South property (the "Agnew Lake South Property"). The Agnew Lake North Uranium Property consists of seven unpatented mining claims (covering 1,575 ha, or 3,892 acres) located approximately 40 kilometres west of Sudbury, Ontario and encompasses the past producing Agnew Lake Uranium Mine which was operated by Kerr Addison Mines Ltd between 1977 and early 1983 and produced approximately 1.9 million pounds of uranium. The Agnew Lake Uranium Property has substantial underground infrastructure in place, including a six compartment shaft to a depth of over 980 metres with development on several levels. A decline from surface to the 1,900 foot level was also developed. During the period of operation two mineralized zones were developed. The Agnew Lake South Property consists of four mining claims located in Hyman Township of the Elliot Lake-Blind River uranium district, Ontario.

In consideration, Cash Minerals will issue to Nyah an aggregate of 15,000,000 common shares and 7,500,000 share purchase warrants of Cash Minerals. Each share purchase warrant shall entitle the holder thereof to acquire one common share of Cash Minerals at a price of \$0.10 for a period of three years from the date of closing, subject to receipt of necessary regulatory approvals.

Pursuant to the terms of the Definitive Agreement, in the event that Nyah negotiates an alternative transaction for the sale of the Agnew Lake properties to a different purchaser for

aggregate consideration with value that is superior to the value of consideration offered by Cash Minerals, Nyah will be authorized to terminate the agreement with Cash Minerals. In the event of such termination, Nyah shall be obligated to pay to Cash Minerals a fee in the amount of \$50,000 and reimburse Cash Minerals for all its expenses incurred as a result of this proposed Transaction.

The Acquisition is a Non-Arm's Length Transaction for the purposes of the TSX Venture Exchange as Nyah and Cash Minerals have a common director, Stan Bharti, and a common officer, Patrick Gleeson, who is the Corporate Secretary of both companies.

Forward-Looking Statement

Cautionary Note Regarding Forward-Looking Information - This press release contains "forward looking information" within the meaning of applicable Canadian securities legislation. Forward looking information includes, but is not limited to, statements with respect to the future financial or operating performance of the Agnew Lake Property, , the terms and conditions of the proposed Acquisition, statements regarding synergies and financial impact of the proposed Acquisition, exploration prospects, requirements for additional capital and regulatory approvals. Generally, forward looking information can be identified by the use of forward-looking terminology such as "plans", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or state that certain actions, events or results "may", "could", "would", "might" or "will be taken", "occur" or "be achieved". Forward-looking information is subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of the Company to be materially different from those expressed or implied by such forward-looking information, including but not limited to: general business, economic, competitive, political and social uncertainties; the actual results of current exploration activities; timing and availability of external financing on acceptable terms; conclusions of economic evaluations; competition; future prices of mineral prices; failure of plant, equipment or processes to operate as anticipated; accidents, labour disputes and other risks of the mining industry; and, delays in obtaining governmental approvals or required financing or in the completion of activities. Although the Company has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking information, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward looking information. The Company does not undertake to update any forward-looking information, except in accordance with applicable securities laws.

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

Greg Duras, President and CEO, (416) 861-5801

Item 9 Date of Report

September 4, 2009