

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Mosquito Consolidated Gold Mines Limited (the “**Company**”)
638 Millbank, Vancouver, BC V5Z 4B7

Item 2 Date of Material Change

October 16, 2012

Item 3 News Release

On October 17, 2012 a press release was disseminated to the TSX Venture Exchange and through various other approved public media and filed on SEDAR with the securities commissions of British Columbia and Alberta.

Item 4 Summary of Material Change

The shareholders of the Company approved the election of directors proposed for election by a group of concerned shareholders. In addition, the new Board appointed new officers and resolved to proceed with the change of name of the Company to “CUMO Mining Corp.”

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

At the special meeting of shareholders held on October 16, 2012 (the “Meeting”), the shareholders of the Company approved the election of Hongxue Fu, Shaun Dykes, Stanislaw Siewierski, Joseph Baird, John Moeller and Long Wang as directors of the Company, each of whom was proposed for election as a director of the Company by the group of concerned shareholders and each of whom received votes in favour representing over 2/3 of the votes cast by proxy.

In addition, the Board of Directors appointed Hongxue Fu as Executive Chairman and President, Shaun Dykes as Chief Executive Officer on an interim basis, Aurora Davidson as Chief Financial Officer on an interim basis and Brett Kagetsu as Corporate Secretary.

The Board of Directors also resolved, subject to receipt of regulatory approval, to proceed with the change of name of the Company to “CUMO Mining Corp.”, which change of name was approved by Company’s shareholders at the annual and special meeting of shareholders held on December 9, 2009 but not proceeded with at the time. The Company will issue a further news release on a date closer to when the name change is to become effective.

5.2 Disclosure of Restructuring Transaction

Not applicable.

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

Shaun Dykes, Chief Executive Officer, Tel: (604) 520-6511, email: geologic@telus.net

Item 9 Date of Report

October 17, 2012