

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Sennen Resources Ltd. (the “**Company**”)
#408-837 West Hasting Street
Vancouver, BC V6C 3N6

Item 2 Date of Material Change

December 20, 2012

Item 3 News Release

A news release dated December 20, 2012 was disseminated through Stockwatch and filed with the TSX Venture Exchange, the British Columbia Securities Commission and the Alberta Securities Commission via SEDAR.

Item 4 Summary of Material Change

On December 20, 2012, the Company issued a news release announcing that it has, further to the Company’s news release of October 15, 2012, finalized the option agreement (the “**Agreement**”) with Paradox Basin Resources (“**Paradox**”) and Kalium Holdings Ltd. (“**Kalium**”) and received the final acceptance of the TSX Venture Exchange to the Agreement. The Company has issued an aggregate 10,000,000 shares to the shareholders of Paradox and Kalium and paid the initial monetary payments due under the Agreement.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

On December 20, 2012, the Company finalized the option agreement (the “**Agreement**”) with Paradox Basin Resources (“**Paradox**”) and Kalium Holdings Ltd. (“**Kalium**”) for the right of the Company to earn a 51% interest in the Monument Potash Project and received the final acceptance of the TSX Venture Exchange to the Agreement. In accordance with the terms of the Agreement, the Company issued the initial 10,000,000 shares to the shareholders of Paradox and Kalium respectively and paid the initial monetary payments due under the Agreement.

A copy of the Agreement is filed on SEDAR at www.sedar.com along with the technical report dated October 30, 2012 entitled “NI 43-101 Technical Report on the Monument Potash Project, San Juan County, Utah and Delores County, Colorado, USA” as filed with the TSX Venture Exchange.

5.2 Disclosure for Restructuring Transactions

Not Applicable

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

Not applicable

Item 7 Omitted Information

Not applicable

Item 8 Executive Officer

Barbara Dunfield
Chief Financial Officer & Corporate Secretary
Telephone: (604) 685-6851

Item 9 Date of Report

December 20, 2012