

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Verena Minerals Corporation (the "**Issuer**")
8 King Street East, Suite 1700
Toronto, ON M5C 1B5

Item 2. Date of Material Change

July 25, 2008

Item 3. News Release

Press release issued by the Issuer on July 25, 2008 via a Canadian news wire service, a copy of which has been filed via SEDAR.

Item 4. Summary of Material Change

The Issuer announced that that it has retained the services of Renmark Financial Communications Inc. to handle its investor relations activities.

Item 5. Full Description of Material Change

In consideration of the services to be provided, the Issuer has agreed to pay a monthly retainer of \$7,000 for a one-year contract to Renmark Financial Communications Inc.

Renmark Financial Communications does not have any interest, directly or indirectly, with the Issuer or its securities, or any right or intent to acquire such an interest.

Item 6. Reliance on Section 7.1(2) or (3) of National Instrument 51-102

Not Applicable.

Item 7. Omitted Information

No information has been omitted from this material change report.

Item 8. Executive Officer

The following senior officer of the Issuer is knowledgeable about the material change and the Report and may be contacted by the Commission as follows:

Ron W. Stewart, President and CEO

Telephone: 416-368-2998

Facsimile: 416-368-5146

Internet: www.verena.com

Item 9. Date of Report

July 31, 2008.