

Material Change Report - 51-102F3

Item 1 Name and Address of Company

El Nino Ventures Inc. (the “Company”)
650-555 West 12th Avenue
Vancouver, B.C. V5Z 3X7

Item 2 Date of Material Change

February 26, 2013

Item 3 News Release

Date of Issuance: February 26, 2013

Method of Issuance: CNW

Item 4 Summary of Material Change

The Company announced a non-brokered flow-through and non flow-through private placement of up to a combined 33,333,333 units for gross proceeds up to \$2,000,000.

Item 5 Full Description of Material Change

The Company announced a non-brokered flow-through and non flow-through private placement of up to a combined 33,333,333 units for gross proceeds up to \$2,000,000.

Each non flow-through unit (“NFT Unit”) at a price of \$0.06 per NFT Unit will consist of one common share and one-half of one non-transferable share purchase warrant (“Warrant”). Each Warrant will entitle the holder to purchase one common share of the Company at a price of \$0.12 per share for 18 months from closing.

Each flow-through unit (“FT Unit”) will consist of one common share and one-half of one non flow-through, non-transferable share purchase warrant at a price of \$0.065 per FT Unit. Each Warrant will entitle the holder thereof to purchase one additional non flow-through common share of the Company at \$0.13 for a period of 18 months from closing.

The proceeds from the private placement received from the sale of the flow-through units will be used for the further development and exploration of the Murray Brook Polymetallic project and exploration of adjacent Camel Back property, both located in the in Bathurst mining camp, New Brunswick. The proceeds from the sale of NFT Units will be used as working and general working capital.

5.1 Full Description of Material Change

See News Release dated February 26, 2013 attached hereto.

5.2 Disclosure for Restructuring Transactions

N/A

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

N/A

Item 7 Omitted Information

Nil

Item 8 Executive Officer

Coreena Hansen, Corporate Secretary – Telephone: 604.648.1420

Item 9 Date of Report

February 28, 2013

End of Report

El Niño Ventures Inc. Announces \$2,000,000 Private Placement

February 26, 2013 Vancouver, Canada – El Niño Ventures Inc. (“ELN” and the “Company”) (TSX.V: ELN; Frankfurt: E7Q; OTCQX: ELNOF is pleased to announce a non-brokered flow-through and non flow-through private placement of up to a combined 33,333,333 units for gross proceeds up to \$2,000,000.

Each non flow-through unit (“NFT Unit”) at a price of \$0.06 per NFT Unit will consist of one common share and one-half of one non-transferable share purchase warrant (“Warrant”). Each Warrant will entitle the holder to purchase one common share of the Company at a price of \$0.12 per share for 18 months from closing.

Each flow-through unit (“FT Unit”) will consist of one common share and one-half of one non flow-through, non-transferable share purchase warrant at a price of \$0.065 per FT Unit. Each Warrant will entitle the holder thereof to purchase one additional non flow-through common share of the Company at \$0.13 for a period of 18 months from closing.

The proceeds from the private placement received from the sale of the flow-through units will be used for the further development and exploration of the Murray Brook Polymetallic project and exploration of adjacent Camel Back property (Figure 1), both located in the in Bathurst mining camp, New Brunswick. The proceeds from the sale of NFT Units will be used as working and general working capital.

The private placement and any finder’s fees payable are subject to regulatory approval. Any securities issued pursuant to the offering shall be subject to a four month and a day hold period commencing on the closing date.

Work in 2013 will include an amended Resource Estimation, refinement to Phase 1 Metallurgy Study, Preliminary Economic Assessment Study and phase 2 Metallurgy Study (pilot plant) of Murray Brook project and Property scale exploration including geophysical surveys and drilling at adjacent Camel Back project.

About El Niño Ventures Inc. Bathurst Projects

El Niño Ventures Inc. has two active projects in the Bathurst Mining Camp:

1. Murray Brook Project

The Murray Brook project is a polymetallic, massive sulfide deposit and is **one of the largest deposits discovered to date in the Bathurst Mining Camp, New Brunswick**. The Murray Brook property is located 60 km west of Bathurst. It is supported by excellent infrastructure, including paved roads, grid electricity and communities to provide goods, services and skilled labour.

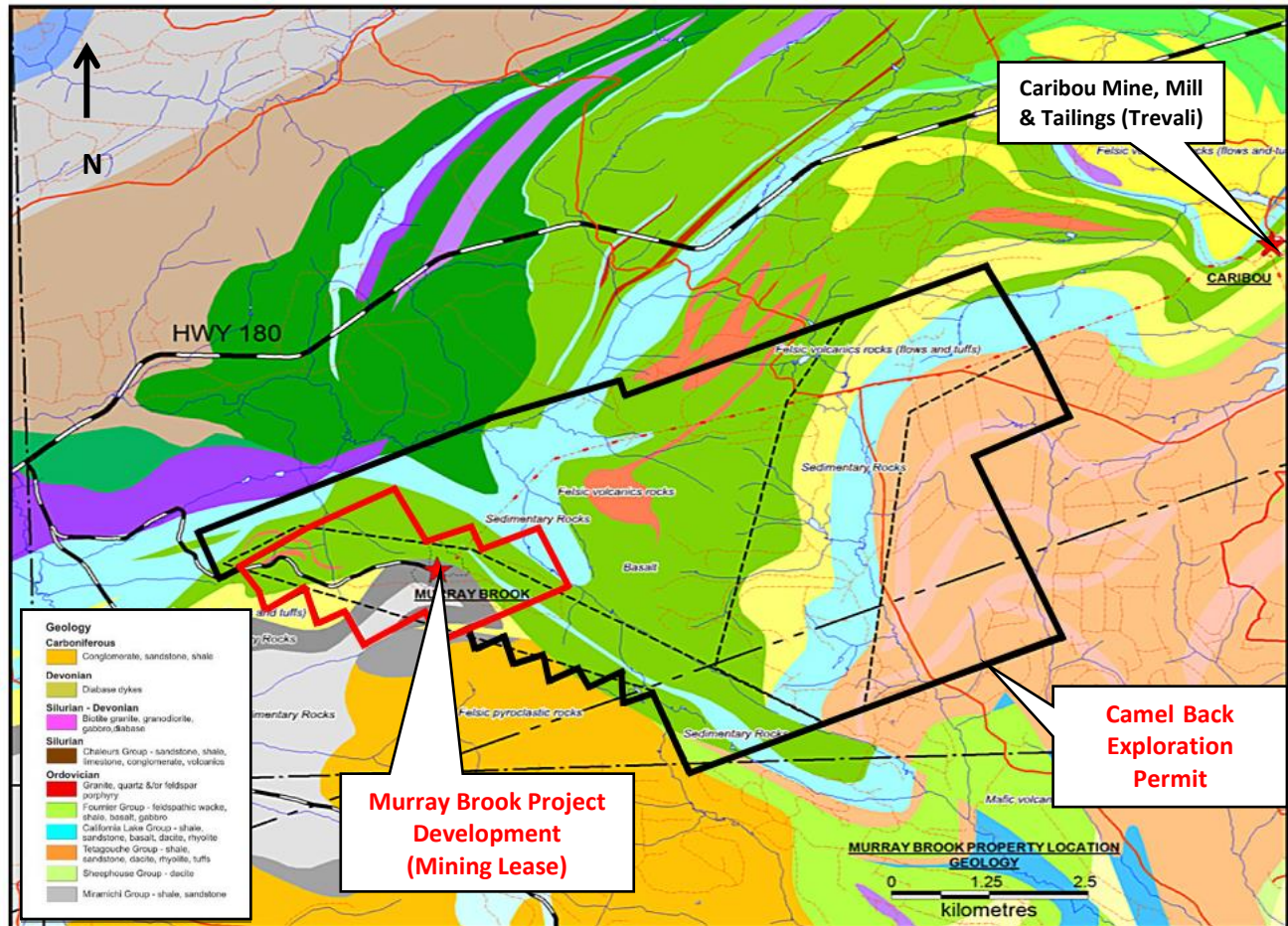
A \$3 million exploration budget was approved for the 2012 exploration program. It included \$2.5 million for drilling to bring resources into the measured category at the Murray Brook deposit and \$500,000 for exploration of the Murray Brook and Camel Back properties, both of which are covered by the option agreement with Murray Brook Minerals. To date, more than 28,000 metres of drilling has been completed with encouraging results. In February 2012, an NI43-101 compliant resource estimation was announced ([see news release](#)). The technical report is filed on [SEDAR.com](#) and also available on [ELN’s website](#).

An updated NI43-101 mineral resource estimation and metallurgical test results are slated for completion by the end of March 2013. Results of these reports will be incorporated in a Preliminary Economic Assessment "PEA" that is slated for completion in the first quarter of 2013.

ELN and Votorantim Metals Canada (VMC) currently own 70% of the project, of which 35% is held by each of the two parties.

Under a purchase agreement signed by VMC on August 28, 2012 with MBM and Murray Brook Resources Inc. (collectively the owners), VMC acquired the right to purchase the additional 30% of the Murray Brook Project from the owners. ELN has been provided the option to purchase an additional 15% in the project.

Although the terms of the Participation Agreement provided for a three-year period to earn the initial 50% and two years to earn the additional 20%, ELN and VMC completed their earn-in in less than 18 months.



2. Bathurst Option Joint Venture Project (BOJV)

Consists of an initial 4,712 claims in the Tri-Party Agreement with Xstrata & VM Canada whereby VM Canada may incur exploration expenditures of \$10 million over a period of 5 years to earn a 50% interest. VM Canada may further increase its interest to 70% by spending an additional \$10 million over 2 years.

Qualified Person Statement

This news release has been reviewed and approved for technical content by Ali Hassanalizadeh M.Sc. MBA P.Geo a qualified Person under the provisions of National Instrument 43-101.

About El Niño Ventures Inc.

El Niño Ventures Inc. is an international exploration company, focused on exploring for lead, zinc, copper, gold and silver in New Brunswick, Canada and copper in the Democratic Republic of Congo ("DRC").

On behalf of the Board of Directors



Harry Barr
Chairman & CEO
El Niño Ventures Inc.

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