FORM 51-102F3
MATERIAL CHANGE REPORT

ITEM 1. **Reporting Issuer**

Lakota Resources Inc.
15 Toronto Street
Suite 600
Toronto, Ontario
M5C 2E3

ITEM 2. **Date of Material Change**

August 10, 2007.

ITEM 3. **Press Releases**

Press release in the form of Schedule A attached hereto was disseminated on August 10, 2007 via Marketwire.

ITEM 4. **Summary of Material Change**

Lakota Resources Inc. (TSXV:LAK) (the "Company") announced that it has completed its previously announced offering of units and has raised a total of $1,074,500 through the issuance of 5,372,500 units at a price of $0.20 per unit. Each Unit is comprised of one common share in the capital of the Company and one common share purchase warrant, with each such warrant entitling the holder to acquire one common share in the capital of the Company at any time until the second anniversary of closing at an exercise price of $0.30.

All of the securities issued in connection with the offering are subject to a four month hold period.

ITEM 5. **Full Description of Material Change**
See Schedule A attached.

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**

Randy Koroll, Chief Financial Officer
Tel: (416) 867-8275
Website : www.lakotaresources.ca

ITEM 9. **Date of Report**

This report is dated this 13th day of August, 2007.

Schedule "A"

LAKOTA RESOURCES INC.
15 Toronto Street, Suite 600, Toronto, Ontario M5C 2E3
Tel: (416) 368-1447 · Fax: (416) 368-8957 email: info@lakotaresources.ca

August 10, 2007
Toronto, Ontario

Outstanding Shares: 49,874,025

PRESS RELEASE

LAKOTA COMPLETES FINANCING

Lakota Resources Inc. (TSXV-LAK) (the "Company") is pleased to announce that it has now completed its previously announced offering of units and has raised a total of $1,074,500 through the issuance of 5,372,500 units at a price of $0.20 per unit. Each Unit is comprised of one common share in the capital of the Company and one common share purchase warrant, with each such warrant entitling the holder to acquire one common share in the capital of the Company at any time until the second anniversary of closing at an exercise price of $0.30.

In connection with the offering, the Company has paid cash commissions totalling $82,220 in respect of certain subscriptions and issued 409,600 broker warrants with each broker warrant entitling the holder to acquire one unit at an exercise price of $0.20 at any time until the second anniversary of closing.

All of the securities issued in connection with the offering are subject to a four month hold period.

This press release contains certain forward-looking statements. In certain cases, forward-looking statements can be identified by the use of words such as "plans", "expects" or "does not anticipate", or "believes", or variations of such words and phrases or statements that certain actions, events or results "may", "could", "would", "might" or "will be taken", "occur" or "be achieved". Forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Such factors include, among others, risks related to international operations; risks related to joint venture operations; actual results of current exploration activities; changes in project parameters as plans continue to be refined, future prices of resources; possible variations in reserves, grade or recovery rates, accidents, labour disputes and other risks of the mining industry; and delays in obtaining governmental approvals or financing or in the completion of development or construction activities. Although the Company has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results to differ from those anticipated, estimated or intended. There can be no assurance that forward-looking statements 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 statements.

The TSX Venture Exchange has not reviewed and does not accept responsibility for the adequacy or accuracy of this release.

For further information please contact:

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George Breuler, President and CEO
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