51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Makena Resources Inc. (the “Issuer”)
PO Box 10112, Pacific Centre
#1470 – 701 West Georgia Street
Vancouver, BC V7Y 1C6

Item 2 Date of Material Change

August 29, 2013

Item 3 News Release

The news release was disseminated through Executive Business Services Inc. on the North American circuit with at least 400,000 recipients with portals such as: Bloomberg, Globe Investor, Yahoo, and Market Wire.

Item 4 Summary of Material Change

The Issuer announced that it had entered into an option agreement to acquire the Patterson group of claims prospective for uranium, subject to regulatory approval.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

See attached news release.

5.2 Disclosure for Restructuring Transactions

N/A

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

N/A

Item 7 Omitted Information

None

Item 8 Executive Officer

Negar Adam, President (604) 646 6906

Item 9 Date of Report

August 30, 2013

Makena Resources Inc.
Suite 1470 – 701 West Georgia Street
Vancouver, BC V7Y 1C6

August 29, 2013

Trading Symbol:

MKN-TSX Venture

Makena Acquires Athabasca Uranium Prospect Bordering the Patterson Lake South Discovery

Makena Resources Inc. (the "Company") (TSX-V: MKN) wishes to announce that it has entered into an option agreement to acquire the Patterson group of claims prospective for uranium, subject to regulatory approval. This acquisition consists of three claim blocks totalling 6,687 hectares (16,524 acres) which are all located in the Athabasca Basin. The west block directly borders the recent discovery at the Patterson Lake South ("PLS") Prospect of Alpha Minerals Inc.'s (AMW—TSX Venture) and Fission Energy Corp.'s (FCU—TSX Venture). The other two blocks are in the direct vicinity of the discovery (please refer to maps on the Company's website www. Makena resourcesinc. com)

Negar Adam, President of Makena states, "This is a significant acquisition for Makena. This acquisition would position Makena in the heart of the most exciting uranium district in the world today. The PLS discovery has garnered significant market attention and we are extremely pleased to be bordering this discovery. We plan to initiate a work program as soon as we receive regulatory approval for this acquisition. Makena's market capitalization is currently just over $1 million. We have the smallest current market capitalization of any company directly bordering the highly regarded discovery at Patterson Lake South. Management is pleased to be in this world class uranium district and looks forward to developing the prospect as soon as possible."

The terms of the option are as follows: $25,000 within 3 business days of TSX approval, with additional cash payments of $25,000 due December 31, 2013, $25,000 due June 1, 2014 and $25,000 due June 1, 2015. Makena is required to issue 1,000,000 common shares within 3 business days of TSX approval; an additional 750,000 common shares on June 1, 2014; and 750,000 common shares on June 1, 2015. Makena is also required to issue 1,000,000 share purchase warrants within 3 business days of TSX approval. Makena will need to perform $75,000 in work commitments by December 31, 2013; an additional $225,000 by September 30, 2014; $400,000 by September 30, 2015; and $700,000 by September 30, 2016. Upon satisfaction of these terms Makena will earn a 50% interest in the prospect. Makena is optioning these claims from CanAlaska Uranium Ltd. Dr. Karl Schimann, P.Geo and VP of Exploration of CanAlaska, was the head geologist for the discovery of the Cigar Lake Uranium Mine.

If you would like to be added to Makena's email updates please send an email to makena resourcesinc @gmail.com asking to be added.

Tel: 1604.685.5150
Fax: 1604 689-1733

"Negar Adam"
President, Director
Makena Resources Inc.