

**Form 53-901.F Material Change Report
Under Section 85(1) of the *Securities Act* (British Columbia)**

**Form 27 Material Change Report
Under Section 118(1) of the *Securities Act* (Alberta)- Form 27**

Item 1 Reporting Issuer

Mountain Boy Minerals Ltd. (the "Company")
306 – 5th Avenue, Suite D
P. O. Box 859
Stewart, B. C. V0T 1W0

Item 2 Date of Material Change

October 6, 2011

Item 3 Press Release/Publication/Filing

Issued Oct. 6, 2011 and distributed through the facilities of Canada Stockwatch and Market News.

Item 4 Summary of Material Change

10 g/t Gold over 13 Metres Intersected on Upper Montrose Zone

Item 5 Full Description of Material Change

See attached press release.

Item 6 Reliance on Confidentiality Provisions of the Securities Acts

This report is not being filed on a confidential basis.

Item 7 Omitted Information

There are no significant facts required to be disclosed herein which have been omitted.

Item 8 Senior Officer

Contact: Randolph Kasum, Secretary
Telephone: (250) 636-9283

Item 9 Statement of Senior Officer/Director

The foregoing accurately discloses the material change referred to herein.

‘Ed Kruchkowski’

Ed Kruchkowski, Director

DATED at Stewart, B.C., this 11th day of October ,2011 in connection with the Company’s October 6,2011 press release