51-102F3 Material Change Report [F]
Published December 29, 2006
Effective December 29, 2006

Item 1 Name and Address of Company

Benton Resources Corp.
1780, 400 Burrard Street
Vancouver, BC V6C 3A6

Item 2 Date of Material Change

August 25, 2011

Item 3 News Release

The news release dated August 25, 2011 was disseminated through Canada Stockwatch and Market News under section 7.1 of National Instrument 51-102.

Item 4 Summary of Material Change

Please refer to attached news release.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Please refer to 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

N/A

Item 8 Executive Officer

Stephen Stares, CEO, Benton Resources Corp.

Item 9 Date of Report

August 26, 2011

PROVINCIAL LEGISLATURE DENIES RATIFICATION OF SAN JORGE ENVIRONMENTAL IMPACT DECLARATION

August 25, 2011, Benton Resources Corp. (TSX:BTC.V, "Benton") regrets to announce that it has been advised by Coro Mining Corp. ("Coro" or the "Company") (TSX: COP) that the Provincial Legislature of Mendoza has voted against the ratification of the Company's approved Environmental Impact Declaration ("EID"). Stephen Stares, President and CEO of Benton Resources made the following statement: "We are very disappointed that the Mendoza Government has decided not to ratify the San Jorge Project, especially after all the hard work, expense and mining education of the highest quality that was provided by the Coro team. Benton gives Coro its full support in taking the necessary steps to protect shareholders interest".

Below is Coro's Press Release that was disseminated today:

Coro Mining Corp. ("Coro" or the "Company") (TSX Symbol: COP) regrets to announce that the Provincial Legislature of Mendoza has voted against the ratification of the Company's approved Environmental Impact Declaration ("EID"), notwithstanding that the EID was conditional, inter alia, upon the Company's Argentinean subsidiary, Minera San Jorge ("MSJ"), complying with the highest standards of environmental protection, control and monitoring prior to, and during the construction and operation of the project. Over the past 3 years, Coro has strictly complied with all laws and regulations, including the 7722 law which required the ratification of the approved EID, and has made every effort to ensure that the legislators were fully informed about the project. In addition, a Mendoza court recently determined that the process which led to the approval of the EID was neither illegitimate nor arbitrary, and therefore fully complied with provincial law.

As recently as August 24th, the head of the Lower House confirmed that the ratification vote would take place after the elections scheduled for October, in order that the decision could be taken based on the merits of the project and not on a calculation of electoral advantage. Unfortunately, the vote took place in any event, without consideration of the conclusions of the legislature's commissions who have spent the last several months evaluating the EID, and more pertinently, the validity of the process which led to its approval. The decision to not ratify the EID was taken against the clearly expressed wishes of the current government, with whom the Company was in advanced discussions aimed at delivering a carried 10% interest in MSJ to the province.

Coro will now consider its alternatives to seek legal redress and compensation through the Argentinean and international courts. In particular, the 7722 law is currently subject to legal challenges of its constitutionality by Coro and several other parties. We anticipate that this law suit may be resolved by mid 2012 and in the event that the courts find that the law is indeed unconstitutional, the denial of legislative ratification of the Company's valid and approved EID, may be deemed to be null and void.

Finally, we wish to express our gratitude to the people of Uspallata who had supported the development of San Jorge. We sincerely regret the rejection our project by your elected representatives, especially given the rigorous review and consultation process that has taken place over the past 3 years. Coro had hoped to work with you in raising your living standards and demonstrating the economic and social benefits that San Jorge could have brought to your community; unfortunately, this opportunity has now been denied to us."

About Benton

Benton is a Canadian based junior with multiple joint ventures and a diversified property portfolio in Gold, Nickel, Copper, and Platinum group elements. The Company currently has approximately $12.2 million in cash, owns approximately 57.9 million shares in Coro Mining Corp. (TSX.COP), holds approximately 348,000 shares of Stillwater Mining Company (NYSE:SWC), holds 782,500 shares in Marathon Gold Corp. (TSX.MOZ), holds approximately 1.6 million shares in Puget Ventures (TSX-V.PVS), holds approximately 6.5 million shares of Mineral Mountain Resources Ltd. (TSX-V.MMV), holds 815,000 shares of Bell Copper Corporation (TSX-V.BCU), holds approximately 1.7 million shares of Trillium North Minerals (TSX-V.TNM), holds approximately 1.6 million shares of Golden Dory Resources (TSX-V.GDR) and holds 3million shares Parkside Resources (currently a private corporation). Benton is currently in the process of spinning out the majority of its assets by a plan of arrangement into a new listed company in order to separate its approximate 41.6% investment in Coro Mining Corp. from its cash, equities and exploration assets. Benton shareholders will receive a pro-rata interest in this new company on a one-for-one share basis and pursuant to regulatory approval.

Clinton Barr (P.Geo.), V.P. Exploration for Benton Resources Corp., is the qualified person responsible for this release.

On behalf of the Board of Directors of Benton Resources Corp.,

“Stephen Stares”
Stephen Stares, President

THE TSX VENTURE EXCHANGE HAS NOT REVIEWED AND DOES NOT ACCEPT RESPONSIBILITY FOR THE ADEQUACY OR ACCURACY OF THIS RELEASE
Forward-looking statements in this release are made pursuant to the safe harbor provisions of the Private Securities Litigation Reform act of 1995. Investors are cautioned that such forward-looking statements involve risks and uncertainties.

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