51-102F3 Material Change Report [F]

Item 1 Name and Address of Company

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

Item 2 Date of Material Change

November 1, 2012

Item 3 News Release

The news release dated November 1, 2012 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 Capital Corp.

Item 9 Date of Report

November 1, 2012

BENTON RECEIVES UPDATE FROM CORO ON ITS EL DESESPERADO PROJECT, CHILE

November 1, 2012

Thunder Bay, Ontario: **Benton Capital Corp.** (TSXV: BTC) is pleased to announce that **Coro Mining Corp.** (TSX: COP) (“Coro”) has completed surface exploration and an 8 hole 2,290m reverse circulation (RC) drilling program at Coro’s El Desesperado copper project, located 7 km NW of the city of Calama in the II Region of Chile, and immediately west of Codelco’s Toki Cluster deposits.

The drill program was designed to provide an initial test of an ~ 4km2 prospective area of porphyry copper style alteration and anomalous copper geochemistry resulting from Coro’s mapping and sampling program completed earlier this year. This prospective area includes the El D Norte target, where leached cap, porphyry style alteration and anomalous geochemistry have been defined over an area of 1,500m x 700m, partially covered by landslips, extending WSW from the eastern property boundary and encompassing the old Quetena open pit workings. It also includes the El D Sur target where scattered outcrops of leached cap, porphyry style alteration and anomalous geochemistry, largely covered by overburden, occur over an area of 1,400 x 500m. The target extends NNE from the southern property boundary, is limited by the property boundary to the east, and is open to the north under cover.

A total of 5 RC holes (1,544m) were completed in the El D Norte target and 3 RC holes (746m) in the El D Sur; several holes did not reach their planned 400m depths due to drilling difficulties caused by the presence of water. Drillhole locations are shown on Table 1 and Figure 1.

Alan Stephens, President and CEO of Coro commented, “We are pleased with the progress of our exploration at El Desesperado. All 8 holes intersected porphyry copper style mineralization and alteration over significant widths beneath a leached cap, and we look forward to receiving the assay results in due course.”

About El Desesperado

Coro believes there is good potential on the El Desesperado property to host mineralization of similar style to the adjacent Toki Cluster deposits (Toki, Quetena, Genoveva, Opache, Miranda and Pulucktur). These are associated with swarms of NNE oriented Eocene age porphyry dykes and stocks, intruded into both Paleozoic volcanics and precursor Tertiary plutons. Zones of low grade copper mineralization associated with potassic alteration are related to the porphyries and higher copper grades occur where this has been overprinted by sericite alteration, or where later veining is present. The Toki Cluster deposits have been oxidized to depths in excess of 100m beneath the gravel cover which overlays all of them, and host major copper oxide resources, as well as significant underlying primary sulphide mineralization, and in the case of Opache and Pulucktur, secondary enrichment blankets.

Small scale open pit mining and leaching of copper oxide bearing breccias, took place at the old Quetena Mine on the property during the 1960-70’s, and it was subsequently explored by two major mining companies, firstly in 1997-98 prior to the discovery of the Toki Cluster; and secondly in 2004. The first company completed wide spaced reverse circulation and diamond drilling (11 holes, 2,582m), mostly aimed at testing geophysical targets, while the second company completed vertical reverse circulation drilling (2 holes, 700m) which tested two conceptual targets. In neither case, was significant mineralization intersected.

In December 2011, Codelco initiated the permitting process for production of cathode copper from the combined Quetena and Genoveva deposits. According to the publicly available Environmental Impact Study, this will involve an open pit at each of the deposits, the trucking of 30,000tpd of higher grade ore to the existing SXEW facilities at Chuquicamata, and 60,000tpd of Run of Mine dump leaching at the project site, followed by pumping of solution to Chuquicamata. Planned production is 528,000 tonnes of cathode copper over the 10 year life of the project, with an average production of 62,000 tpy Cu in the first five years. Capital investment is estimated to be US$244,000,000.

Genoveva is located ~1km E of the El Desesperado property, Opache ~2km to the ESE, and Pulucktur, ~1.5km to the SSW (Figure 1).

Sergio Rivera, Coro's Vice-President of Exploration, a geologist with more than 30 years of experience and a member of the Colegio de Geologos de Chile and of the Instituto de Ingenieros de Minas de Chile, was responsible for the design and execution of the exploration program and is the Qualified Person for the purposes of NI 43-101. Alan Stephens, FIMMM, President and CEO, of Coro, a geologist with more than 36 years of experience, and a Qualified Person for the purposes of NI 43-101, is responsible for the contents of this news release.

CORO MINING CORP.

"Alan Stephens"
Alan Stephens
President and CEO

About Coro Mining Corp.:

Coro was founded with the goal of building a mining company focused on medium-sized base and precious metals deposits in Latin America. Coro intends to achieve this through the exploration for, and acquisition of, projects that can be developed and placed into production. Coro's properties include the advanced San Jorge copper-gold project in Argentina, and the Berta, El Desesperado, Payen, El Inca, Chacay, Llancahue, and Celeste copper properties located in Chile.

About Benton Capital Corp.:

Benton Capital Corp. is a Canadian based junior which holds the Goodchild Copper-Nickel-PGM project located 5km NE of Stillwater Mining's Marathon Copper-PGM deposit currently being permitted for production and holds a 41.84% interest in Coro Mining Corp.

For further information please visit the Company's website at www.coromining.com or contact Michael Philpot, Executive Vice-President at (604) 682-5546 or investor.info@coromining.com

This news release includes certain "forward-looking statements" under applicable Canadian securities legislation. Such forward-looking statements or information, including but not limited to those with respect to potential mineralization and geological comparisons 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 such forward-looking statements or information. Such factors include, among others, the actual prices of copper, the factual results of current exploration, development and mining activities, changes in project parameters as plans continue to be evaluated, as well as those factors disclosed in the Company's documents filed from time to time with the securities regulators in the Provinces of British Columbia, Alberta, Saskatchewan, Manitoba, Ontario, New Brunswick, Nova Scotia, Prince Edward Island and Newfoundland and Labrador.

Table 1; El Desesperado Drillhole locations

Hole	East	North	Elev	Az	Dip	Depth
CED-R-1	501095	7520550	2493	330	-60	396
CED-R-2	501098	7520543	2493	150	-60	144
CED-R-3	501691	7520895	2475	330	-60	400
CED-R-4	501087	7520448	2516	0	-90	204
CED-R-5	500913	7520659	2523	135	-70	400
CED-R-6	500957	7517855	2232	0	-90	270
CED-R-7	500867	7517977	2247	90	-70	208
CED-R-8	500857	7518180	2254	90	-70	268

On behalf of the Board of Directors of Benton Capital 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.

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