Form 51–102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Sanatana Resources Inc.
1925 – 925 West Georgia Street
Vancouver, BC V6C 3L2

Item 2. Date of Material Change

August 14, 2013.

Item 3. News Release

News Release dated August 14, 2013 was filed on Sedar on August 14, 2013 and disseminated via Marketwired on August 15, 2013.

Item 4. Summary of Material Change

Sanatana Resources Inc. (“**Sanatana**” or the “**Company**”) has closed a non-brokered private placement of units for gross proceeds of $803,000.

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

The Company announced further to its news release of July 25, 2013 that it has closed the non-brokered private placement of units (the “**Offering**”) for gross proceeds of $803,000.

The closing consisted of 10,037,500 units (the “**Units**”) at a price of $0.08 per Unit. Each Unit consists of one common share in the capital of the Company (a "**Share**") and one share purchase warrant (a "**Warrant**"). Each Warrant will entitle the holder to purchase one Share at a price of $0.12 per Share until August 14, 2015.

In connection with the Offering, the Company has paid a cash commission in the total amount of $19,800, being 6% of the aggregate proceeds from the sale of Units to purchasers introduced by a finder. The Company has also issued warrants (the “**Finder’s Warrants**”) to acquire a total of 330,000 Shares, being 8% of the number of Units sold under the Offering to purchasers introduced by a finder. Each Finder’s Warrant entitles the holder to purchase one Share at a price of $0.12 per Share until August 14, 2015.

All securities issued under the Offering are subject to a statutory hold period ending on December 15, 2013 in accordance with applicable Canadian securities laws. The net proceeds of the Offering will be used for general corporate purposes and to fund the costs associated with the hearing before the Ontario Mining and Lands Commissioner in connection with Trelawney Mining and Exploration Inc.'s ("**Trelawney**") application for easements over the Watershed Property (see the Company's news releases of April 29, 2013 and July 4, 2013).

5.2 Disclosure for Restructuring Transactions

Not applicable.

Item 6. Reliance on subsection 7.1(2) of National Instrument 51–102

Not applicable.

Item 7. Omitted Information

None.

Item 8. Executive Officers

The following senior officer of the Company is knowledgeable about the material change and this Material Change Report and may be contacted:

Peter Miles, President and Chief Executive Officer, telephone: 604-408-6680.

Item 9. Date of Report

DATED at Vancouver, British Columbia, this 15th day of August, 2013.