CAYENNE GOLD MINES LTD.

FORM 51-102F3 MATERIAL CHANGE REORT

1. Name and Address of Company:

Cayenne Gold Mines Ltd.
210 - 470 Granville Street
Vancouver, BC V7C 1V5

2. Date of Material Change

Over a period of time but most relevant date January 13, 2010.

3. News Release

January 14, 2010

4. Summary of Material Change

The Company has terminated the Letter of Intent Agreement with Bryn Resources Inc. dated November 11, 2009.

5. Full Description of Material Change

5.1 Full Description of Material Change

The Company earlier signed a Letter of Intent agreement ("LOI") dated November 11, 2009 with Bryn Resources Inc. ("Bryn") - which anticipated Bryn earning an interest in the Company's Windflower group of mineral claims located approximately 20 kilometers from Revelstoke, British Columbia.

Due to non-performance by Bryn the Company, on January 13, 2010, sent a letter notice to Bryn confirming that the Company considered the LOI terminated. Although the Company announced its move to terminate the LOI in its Press Release dated January 14, 2010 the Company has had ongoing contacts with Bryn through its solicitor. The Company has concluded that there is no remaining possibility of reviving the proposed agreement with Bryn.

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

Report is not being filed on a confidential basis.

7. Omitted Information

No information has been omitted on the basis that it is confidential information.

8. Executive Officer

Alex Briden,

President and Chief Executive Officer
Tel: (604) 687-8623

or
Carl R. Jonsson
Solicitor and Chief Financial Officer
Tel: (604) 640-6357

9. Date of Report

February 17, 2010.