

MATERIAL CHANGE REPORT
(Section 7.1 of National Instrument 51-102)

Item 1: Name and Address of Reporting Issuer

Claim Post Resources Inc.
141 Adelaide Street East, Suite 903
Toronto, Ontario M5H 3L5

Item 2: Date of Material Change

March 28, 2013

Item 3: News Release

The news release announcing the material change was released on April 16, 2013 through Canadian Newswire and subsequently filed on the System for Electronic Document Analysis and Retrieval. A copy of the press release is attached hereto.

Item 4: Summary of Material Change

Claim Post Resources Inc. (“**Claim Post**” or the “**Company**”) announced that it had acquired 100 percent of the Seymourville Silica Sand Deposit in Manitoba by making the final payment in the amount of \$150,000 to Char Crete Ltd.

The Company is also continuing its \$3,500,000 financing as stated in Press Release dated February 21, 2013. The non-brokered private placement offering (the “**Offering**”) of up to 35,000,000 units (the “**Units**”) is at a price of \$0.10 per Unit for gross proceeds of up to \$3,500,000. Each Unit is comprised of one (1) common share and one (1) common share purchase warrant (a “**Warrant**”). Each Warrant is exercisable at an exercise price of \$0.15 per share for a period of three (3) years from the date of issuance.

Item 5: Full Description of Material Change

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The proceeds received from the Offering to date have been used to fund the acquisition of a silica sand quarry project located near Seymourville, 200km NE of Winnipeg, Manitoba, Canada (see press release of August 27, 2012). Ongoing financing will be used (1) to carry out a 3,000 meter drilling program towards completing resource estimation in accordance with NI 43-101 regulations; (2) to complete a marketing study and a scoping study on the project (Preliminary Economic Assessment); and (3) for general working capital purposes.

Claim Post major shareholders and management have loaned \$150,000 to Claim Post to acquire the final 25 percent of the Char Crete leases to increase Claim Post's ownership to 100 percent. The nine Char Crete sand leases cover an area of 478.7 hectares or 1053 acres. Claim Post is setting up a wholly owned Manitoba registered company to hold the ownership of the leases.

Please see the attached press release for more information.

Item 6: Reliance of subsection 7.1(2) of NI 51-102

Not applicable.

Item 7: Omitted Information

Not applicable.

Item 8: Executive Officer

For further information please contact Charles Gryba, President.

Item 9: Date of Report

April 17, 2013

“Charles Gryba”

Charles Gryba
President



FOR IMMEDIATE RELEASE
"CPS"-TSX

**CLAIM POST RESOURCES INC. ANNOUNCES THE COMPANY HAS ACQUIRED
100 PERCENT OF THE MANITOBA FRAC SAND DEPOSIT**

TORONTO, ONTARIO--(Marketwire – April 16th, 2013) - Claim Post Resources Inc. (TSX VENTURE: CPS) (the "Company") is pleased to announce that it has acquired 100 percent of the Seymourville Silica Sand Deposit in Manitoba by making the final payment in the amount of \$150,000 to Char Crete Ltd.

Claim Post Resources is also continuing its \$3,500,000 financing as stated in Press Release dated February 21, 2013. The non-brokered private placement offering (the "**Offering**") of up to 35,000,000 units (the "**Units**") is at a price of \$0.10 per Unit for gross proceeds of up to \$3,500,000. Each Unit is comprised of one (1) common share and one (1) common share purchase warrant (a "**Warrant**"). Each Warrant is exercisable at an exercise price of \$0.15 per share for a period of three (3) years from the date of issuance.

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Claim Post major shareholders and management have loaned \$150,000 to Claim Post to acquire the final 25 percent of the Char Crete leases to increase Claim Post's ownership to 100 percent. The nine Char Crete sand leases cover an area of 478.7 hectares or 1053 acres. Claim Post is setting up a wholly owned Manitoba registered company to hold the ownership of the leases.

The President of Claim Post Resources, Charles Gryba, stated: "Now that we have 100 percent ownership of the Char Crete sand leases we can concentrate raising funds to complete the NI 43-101 - scoping study process plus fund all of the ongoing negotiations required to advance a Canadian mining project. The recent increase in the price of natural gas plus the long list of global LNG companies interested in funding Canadian LNG plants and pipelines should make ongoing funding of a frac sand operation easier. In the mean time, we will advance Seymourville project in the most cost effective way to minimize shareholder dilution. The old saying 'that mines are made; not found,' certainly applies to this project."

The Seymourville Silica Sand deposit was discovered in 1977 and ongoing drilling by Manitoba government geologists in 1981 and again in 1989 indicating an estimated resource of 45 million tons of high silica sand (Manitoba Open File Report OF 96-4) of which potentially about 70 percent is on the Char Crete leases. The sand deposit is hosted within flat topped hill about 25m high on the east shore of Lake Winnipeg. The hill is composed mainly of the Lake Winnipeg Formation which is the on-shore extension of the Historical Black Island silica deposit. The 99.5 percent pure silica sand was evaluated to feasibility in the 1980's by the Manitoba Government as silica feed for a 500 tons per day of plate glass plant. The current plan is to process the sand to frac sand API – ISO specifications for the Western Canadian oil and gas markets. **The historical estimates are not current and do not meet the standards prescribed by NI 43-101. The Company has not completed the work necessary to have the historical estimate verified by a QP. The Company is not treating the estimate as a current NI 43-101 defined resource and the historical estimate should not be relied upon.**

Claim Post Resources Inc. is a Canadian based mineral exploration company and a reporting issuer in Ontario, Alberta and British Columbia. The Company now has a 100 percent ownership right in 9 quarry leases near Seymourville, Manitoba which the Company intends to develop as a source of fracking sands for the oil and gas industry. The Company currently holds a 100 percent interest in the mineral rights to about 1145 staked claim units and 63 patented claims (~200 km sq. or 72 sq. miles), wholly within the city limits of Timmins, Ontario. There are 48,288,831 common shares of the Company issued and outstanding.

Statements in this release that are forward-looking and reflect the Company's current views and expectations with respect to its performance, business, and future events. Such statements are subject to various risks and assumptions, some, but not necessarily all, are disclosed elsewhere in the Company's periodic filings with Canadian securities regulators. Such statements and information contained herein represent management's best judgment as of the date hereof based on the information currently available; however actual results and events may vary significantly. The Company does not assume the obligation to update any forward-looking statement.

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

CONTACT INFORMATION:

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