

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1 Name and Address of Company

Coro Mining Corp.
Suite 1810 – 999 West Hastings Street
Vancouver, British Columbia
V6C 2W2
(the “Company” or “Coro”)

Item 2 Date of Material Change

January 14, 2009

Item 3 News Release

The news release was disseminated on January 14, 2009 through Canadian Select Disclosure by Marketwire.

Item 4 Summary of Material Change

The Company announced that further to its news release of December 22, 2008, the due diligence condition to the non-brokered private placement to be subscribed for by Benton Resources Corp (“Benton”), a mineral exploration company listed on the TSX.V (Symbol: BTC), has now been satisfied. The Company is proceeding with obtaining necessary regulatory and shareholder approvals, as well as satisfying certain other conditions precedent, with a view to closing the private placement on or before January 28, 2009.

As previously announced, the Company is proposing to issue up to 40,909,090 units at a price of \$0.11 per unit for gross proceeds of \$4,500,000. Each unit will be comprised of one common share and one non-transferable warrant. Each warrant will entitle the holder to purchase one common share of Coro for a period of two years at a price of \$0.18 for the first year from the date of closing and at a price of \$0.20 thereafter until the expiry date. The Company may require the earlier exercise of the warrants upon the occurrence of: the common shares of the Company trading on the TSX at a price of at least \$0.50 for 10 consecutive trading days; the Company having received Mendoza provincial government approval to its environmental impact study for the San Jorge project; and completion of a financing to close concurrently with the exercise of the warrants, at a price of at least \$0.50 per share to raise gross proceeds at least equal to the warrant exercise proceeds.

The Company may pay finders’ fees of up to 6% of the gross proceeds of the private placement being subscribed for by subscribers other than Benton. The net proceeds of the units sold under this private placement will be used for working capital purposes. Insiders of the Company may participate in this private placement to purchase up to a maximum of 1,500,000 units. The number of shares which the Company proposes to issue (or make issuable upon exercise of the warrants) under this private placement constitutes 106% (or 212% assuming the exercise of all of the warrants) of the Company’s current issued and outstanding shares.

Benton has agreed to purchase 27,272,727 units for gross proceeds of \$3,000,000. Upon completion of the private placement, Benton will own 27,272,727 common shares of Coro and 27,272,727 warrants, representing 34.3% of the issued and outstanding common shares of Coro (or 51.1% assuming that all of its warrants are exercised and the balance of the warrants issued on this private placement are not exercised). In addition, upon completion of the private placement, Benton will be entitled to appoint up to two directors to the board of directors of Coro for so long as it holds common shares representing more than 30% of the issued and outstanding shares of Coro (and one director for so long as it holds common shares representing more than 20%, but less than 30%, of the issued and outstanding shares of Coro). Benton will also have a pre-emptive right to maintain its proportionate equity interest in Coro for so long as it holds common shares representing more than 20% of the issued and outstanding shares of Coro.

The TSX requires shareholder approval of the private placement to Benton because the number of shares issuable to Benton exceeds 25% of the current issued and outstanding number of shares of Coro, and under TSX policies such a holding is considered to materially affect control of the Company. Upon completion of the private placement, Benton will own 34.3% of the Company and under TSX policies this level of ownership is deemed to be a control position. The Company intends to seek shareholder approval for the private placement to Benton by obtaining written consent as provided by Section 604(d) of the TSX Manual.

Item 5 Full Description of Material Change

5.1 - Full Description of Material Change

Please see the news release of January 14, 2009 attached.

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

Not applicable.

Item 8 Executive Officer

For further information, contact:
Michael Philpot, VP Executive and Corporate Secretary
Telephone: 604-682-5546

Item 9 Date of Report

January 15, 2009



Suite 1810 – 999 West Hastings Street
Vancouver, B.C. V6C 2W2

News Release 09-01

January 14, 2009

TSX SYMBOL: COP

www.coromining.com

CORO MOVING FORWARD WITH NON-BROKERED PRIVATE PLACEMENT

January 14, 2009, Coro Mining Corp. (“Coro” or the “Company”) (TSX Symbol: COP) is pleased to announce that further to its news release of December 22, 2008, that the due diligence condition to the non-brokered private placement to be subscribed for by Benton Resources Corp (“Benton”), a mineral exploration company listed on the TSX.V (Symbol: BTC), has now been satisfied. The Company is proceeding with obtaining necessary regulatory and shareholder approvals, as well as satisfying certain other conditions precedent, with a view to closing the private placement on or before January 28, 2009.

As previously announced, the Company is proposing to issue up to 40,909,090 units at a price of \$0.11 per Unit for gross proceeds of \$4,500,000. Each unit will be comprised of one common share and one non-transferable warrant. Each warrant will entitle the holder to purchase one common share of Coro for a period of two years at a price of \$0.18 for the first year from the date of Closing and at a price of \$0.20 thereafter until the expiry date. The Company may require the earlier exercise of the warrants upon the occurrence of: the common shares of the Company trading on the TSX at a price of at least \$0.50 for 10 consecutive trading days; the Company having received Mendoza provincial government approval to its environmental impact study for the San Jorge project; and completion of a financing to close concurrently with the exercise of the warrants, at a price of at least \$0.50 per share to raise gross proceeds at least equal to the warrant exercise proceeds.

The Company may pay finders fees of up to 6% of the gross proceeds of the private placement being subscribed for by subscribers other than Benton. The net proceeds of the Units sold under this private placement will be used for working capital purposes. Insiders of the Company may participate in this private placement to purchase up to a maximum of 1,500,000 Units. The number of shares which the Company proposes to issue (or make issuable upon exercise of the warrants) under this private placement constitutes 106% (or 212% assuming the exercise of all of the warrants) of the Company’s current issued and outstanding shares.

Benton has agreed to purchase 27,272,727 units for gross proceeds of \$3,000,000. Upon completion of the private placement, Benton will own 27,272,727 common shares of Coro and 27,272,727 warrants, representing 34.3% of the issued and outstanding common shares of Coro (or 51.1% assuming that all of its warrants are exercised and the balance of the warrants issued on this private placement are not exercised). In addition, upon completion of the private placement, Benton will be entitled to appoint up to two directors to the board of directors of Coro for so long as it holds common shares representing more than 30% of the issued and outstanding shares of Coro (and one director for so long as it holds common shares representing more than 20%, but less than 30%, of the issued and outstanding shares of Coro). Benton will also have a pre-emptive right to maintain its proportionate equity interest in Coro for so long as it holds common shares representing more than 20% of the issued and outstanding shares of Coro.

The TSX requires shareholder approval of the private placement to Benton because the number of shares issuable to Benton exceeds 25% of the current issued and outstanding number of shares of Coro, and under TSX policies such a holding is considered to materially affect control of the Company. Upon completion of the private placement, Benton will own 34.3% of the Company and under TSX policies this level of ownership is deemed to be a control position. The Company intends to seek shareholder approval for the private placement to Benton by obtaining written consent as provided by Section 604(d) of the TSX Manual.

Alan Stephens, President and CEO of Coro commented, “We are very pleased to have satisfied Benton’s due diligence condition and to move toward completing this financing that will enable us to advance the San Jorge project through the permitting phase. We look forward to continuing to demonstrate that the project can be developed in an environmentally responsible manner to the lasting economic and social benefit of the local community and the Province of Mendoza. This financing will also permit us to continue with our exploration activities in Chile.”



CORO MINING CORP.

"Alan Stephens"

Alan Stephens
President and CEO

About Coro Mining Corp.:

The Company was founded with the goal of building a mining company focused on medium-sized base metals deposits in Latin America. The Company intends to achieve this through the exploration for, and acquisition of, projects that can be developed and placed into production and it has established an experienced development and exploration team to accomplish this. Coro has two main properties; Flores, in Chile and San Jorge, in Argentina, as well as other exploration properties located in Chile.

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 the prices of copper, estimated future production, estimated costs of future production, permitting time lines, 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.