

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

Parlane Resource Corp.
Suite 750 – 580 Hornby Street
Vancouver, B.C. V6C 3B6

Item 2 Date of Material Change

October 19, 2012

Item 3 News Release

Issued in Vancouver, British Columbia on October 19, 2012 and distributed through Stockwatch and Market News.

Item 4 Summary of Material Change

- (1) The Company announced that it has arranged a non-brokered private placement of up to 1,400,000 units (the “Units”) at a price of \$0.22 per Unit, for gross proceeds of up to \$308,000.
- (2) The Company reported that it had closed the transaction whereby it can acquire a 100% interest in 10 mining claims, more commonly known as the SAT Property, located in the Stikine Terrane of British Columbia.

Item 5 Full Description of Material Change

See attached news release.

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

This report is not being filed on a confidential basis.

Item 7 Omitted Information

There are no significant facts required to be disclosed herein which have been omitted.

Item 8 Executive Officer

Contact: Robert Eadie, President & CEO
Telephone: (604) 602-4935 (ext 205)

Item 9 Date of Report

October 19, 2012



PARLANE
RESOURCE CORP.

October 19, 2012

Trading Symbol: PPP

News Release
Parlane Arranges Private Placement

Vancouver, British Columbia – Parlane Resource Corp. (TSXV:PPP) (“Parlane” or the “Company”) announces that it has arranged a non-brokered private placement of up to 1,400,000 units (the “Units”) at a price of \$0.22 per Unit, for gross proceeds of up to \$308,000.

Each Unit will consist of one common share of the Company and one-half of one share purchase warrant (a “Warrant”) with each whole Warrant entitling the holder thereof to acquire an additional common share of the Company for one year at a price of \$0.30 per share. The Company may choose to accelerate the expiry date of the Warrants if the Company’s shares on the TSX Venture Exchange close at a minimum of \$0.30 for a period of 20 consecutive trading days.

In addition to working capital, the net proceeds of the private placement will be applied towards the Company’s drilling program commencing this fall at its **Big Bear Project** which is situated between the Blackwater Gold and Capoose projects in Central British Columbia (see news release of October 9, 2012).

A finder's fee may apply in the private placement in accordance with the policies of the Exchange.

The private placement is subject to Exchange acceptance. All of the securities issued pursuant to this offering will have a hold period expiring four months after the closing date.

In other news, the Company reports that it has closed the transaction with Piotr Lutynski and Divitiae Resources Ltd. (collectively the “Optionors”) of Vancouver and Coquitlam, British Columbia, whereby Parlane can acquire a 100% interest in 10 mining claims, more commonly known as the SAT Property, located in the Stikine Terrane of British Columbia. (See news release of October 4, 2012.)

The Company will initially fund an IP survey on the property, not to exceed \$30,000, and has issued 100,000 common shares to the Optionors as the first year’s consideration for the option. The option will be fully exercised when an aggregate of up to \$480,000 cash payments have been made to the Optionors and a total of 650,000 common shares issued over a four-year period. All securities issued pursuant to the transaction will be restricted from trading for a period of four months and one day from the date of issuance.

Located in north-central B.C., approximately 50 km northeast of Smithers, the SAT Property is located within the prospective Stikine Terrane with known copper porphyry deposits including the historical Granisle and Bell mines as well as the Big Onion and Morisson deposits. The SAT property is considered a copper-gold-molybdenum porphyry target.

The SAT Property is subject to a 1.5% NSR (“Royalty Interest”) in favour of the Optionors. The Company may purchase 1% of the Royalty Interest for \$900,000 at any time, leaving the Optionors with a 0.5% Royalty Interest.

David Gunning, P. Eng. is the Qualified Person under National Instrument 43-101 who has reviewed and approved the technical information contained in this news release.

ON BEHALF OF THE BOARD

Signed “Robert Eadie”

Robert Eadie, President, Chief Executive Officer and Director

FOR FURTHER INFORMATION PLEASE CONTACT:

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Website: www.parlaneresource.com

Contact: Robert Eadie

Neither the 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.