

Form 51-102F3
Material Change Report

Item 1. Reporting Issuer

SPARROW VENTURES CORP.
507 – 700 West Pender Street
Vancouver, BC V6C 1G8
Telephone: (604) 669-9788

Item 2. Date of Material Change

August 26, 2010

Item 3. Press Release

Issued on August 26, 2010 at Vancouver, British Columbia, Canada and disseminated through Stockwatch and Market News.

Item 4. Summary of Material Change

Sparrow Ventures Corp. ("Sparrow" or the "Company") is pleased to announce that it has completed its qualifying transaction (the "Qualifying Transaction") pursuant to the policies of the TSX Venture Exchange (the "TSX-V") by acquiring an option (the "Option") to acquire a 60% interest in the Cat and Rim properties (the "Properties"), located in the Yukon, from Full Metal Minerals Ltd. ("Full Metal"). The Company anticipates that its common shares will recommence trading on the TSX-V on August 26, 2010. The Company's new trading symbol will be SPW. As a result of the completion of the Qualifying Transaction, the Company will cease to be a Capital Pool Company pursuant to the policies of the TSX-V, and will instead be classified as a Tier 2 Mining Exploration company.

Item 5. Full Description of Material Change

See press release below.

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

N/A

Item 7. Omitted Information

None

Item 8. Senior Officers

The following senior officers of the Issuer are knowledgeable about the material change and may be contacted by the Commission at the address and telephone number:

MARC MORIN
President & CEO
(604) 669-9788 EXT 201

Item 9. Date of Report

August 26, 2010

SPARROW VENTURES CORP.

Suite 507, 700 West Pender Street
Vancouver, British Columbia, V6C 1G8

SPARROW VENTURES CORP. COMPLETES QUALIFYING TRANSACTION

Sparrow Ventures Corp. (“Sparrow” or the “Company”) is pleased to announce that it has completed its qualifying transaction (the “Qualifying Transaction”) pursuant to the policies of the TSX Venture Exchange (the “TSX-V”) by acquiring an option (the “Option”) to acquire a 60% interest in the Cat and Rim properties (the “Properties”), located in the Yukon, from Full Metal Minerals Ltd. (“Full Metal”). The Company anticipates that its common shares will re-commence trading on the TSX-V on August 26, 2010. The Company’s new trading symbol will be SPW. As a result of the completion of the Qualifying Transaction, the Company will cease to be a Capital Pool Company pursuant to the policies of the TSX-V, and will instead be classified as a Tier 2 Mining Exploration company.

Pursuant to the terms of the option agreement with Full Metal, the Company may exercise the Option by making aggregate cash payments to Full Metal of \$150,000 over three years, issuing an aggregate of 400,000 common shares to Full Metal over three years and incurring an aggregate of \$3,000,000 in exploration expenditures on the Properties over four years. In connection with the Company’s receipt of the TSX-V’s approval of the Qualifying Transaction, the Company will make an initial cash payment to Full Metal of \$25,000 and will issue Full Metal 100,000 common shares of the Company, which will be subject to hold period expiring four months after issuance.

The Company is also pleased to announce that Phu Van Bui, P.Geo, has been appointed as a director of the Company. Mr. Bui is a professional geoscientist registered with APEGBC and holds a BSc from the University of British Columbia. Since 2004, he has been engaged in a variety of mineral projects in Canada and Australia. His experience includes early grassroots campaigns to brownfields exploration programs, contributing to the resource delineation and test mining programs at the Polymetallic Wolverine mine, Yukon, and the Watershed Scheelite-Skarn deposit, Queensland, and participating in deep coring programs for BHP Billiton at the Mount Keith mine, Western Australia. Mr. Bui joined Hunter Dickinson Inc. in July, 2010, focusing on base and precious metal exploration projects in Canada and abroad. Other than the appointment of Mr. Bui as a director, the Company’s board of directors and management remain unchanged as a result of the Qualifying Transaction.

Further information on the Qualifying Transaction, the Option and the Properties is available in the Company’s filing statement dated August 16, 2010, which has been filed and is available for viewing under the Company’s profile on SEDAR at www.sedar.com

ON BEHALF OF THE BOARD OF DIRECTORS OF SPARROW VENTURES CORP.

“Marc Morin”

Marc Morin
President, Chief Executive Officer, Director

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

FORWARD LOOKING STATEMENTS

This release contains “forward-looking statements” within the meaning of applicable Canadian securities legislation. Forward-looking statements include, but are not limited to, statements that address activities, events or developments that the Company expects or anticipates will or may occur in the future, including such things as future business strategy, competitive strengths, goals, expansion, growth of the Company’s businesses, operations, plans and with respect to exploration results, the timing and success of exploration activities generally, permitting time lines, government regulation of exploration and mining operations, environmental risks, title disputes or claims, limitations on insurance coverage, timing and possible outcome of any pending litigation and timing and results of future resource estimates or future economic studies.

Often, but not always, forward-looking statements can be identified by the use of words such as “plans”, “planning”, “planned”, “expects” or “looking forward”, “does not expect”, “continues”, “scheduled”, “estimates”, “forecasts”, “intends”, “potential”, “anticipates”, “does not anticipate”, or “belief”, or describes a “goal”, or variation of such words and phrases or state that certain actions, events or results “may”, “could”, “would”, “might” or “will” be taken, occur or be achieved.

Forward-looking statements involve known and unknown risks, future events, conditions, uncertainties and other factors which may cause the actual results, performance or achievements to be materially different from any future results, prediction, projection, forecast, performance or achievements expressed or implied by the forward-looking statements. Although the Company has attempted to identify important factors that could cause actual actions, events or results to differ materially from those described in forward-looking statements, there may be other factors that cause actions, events or results not to be as anticipated, estimated or intended. There can be no assurance that forward-looking statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements.