

FORM 51-102F3 / Material Change Report

Item 1 — Name and Address of Company

Sunset Cove Mining Inc.
36 Toronto Street East, Suite 1000
Toronto, Ontario M5C 2C5

Item 2 — Date of Material Change

The material changes took place on September 7, 2012 and October 2, 2012.

Item 3 — News Release

News releases were distributed on September 6, 2012, October 2 and October 16, 2012 through CNW Newswire.

Item 4 — Summary of Material Change

Sunset Cove Mining Inc. announced that it has closed a non-brokered private placement financing, in two (2) tranches consisting of 1,972,238 units in the 1st tranche and 979,570 units in the 2nd tranche for a total of 2,951,808 units (the "Units") at a price of \$0.105 per Unit to qualified investors. The Units consists of one (1) common share and one half of one (1/2) share purchase warrant, providing the holder with the right to purchase 1 additional share for \$0.18 per Share. The gross proceeds raised from the financing totals \$309,940.00. The closing of the 1st tranche was completed on September 7, 2012 and the closing of the 2nd tranche was completed on October 2, 2012.

The warrants expire in eighteen (18) months from the closing and are subject to an "Acceleration Right" in favor of the Corporation. Should the shares of the Company close at \$0.25 or higher for five (5) consecutive trading days, and the 10th consecutive trading day is at least four (4) months from the date of issuance of the units.

A finder's fee of 7% cash of the gross proceeds of the private placement, as well as 7% finder's warrants will be paid to certain arms length parties. The finder's warrants expire eighteen (18) months from the closing.

Sunset Cove Mining Inc. has received conditional acceptance for financing from the TSX Venture Exchange.

The capital raised will be used for general working capital for the Corporation's operations in Peru and Canada.

Item 5 — Full Description of Material Change

A full description of the material change is referenced under item 4.

Item 6 — Reliance on Subsection 7.1 (2) of National Instrument 51-102 - N/A

Item 7 — Omitted Information

No information has been omitted in respect of the material change.

Item 8 — Executive Officer

Lorne Woods, President
Sunset Cove Mining Inc.
Tel: 877 234-0692; ext. 250
Fax: 416 848-0790

Item 9 — Date of Report

October 16, 2012

Sunset Cove to Close on First Tranche of Private Placement for \$200,000

TORONTO, Sept. 6, 2012 /CNW Telbec/ - Sunset Cove Mining (TSXV: SSM) (BVL: SSM) ("SUNSET COVE" or the "Corporation"), announces that it has received subscriptions in the amount of \$200,000. It will be proceeding with a closing on this first tranche of its previously announced private placement on Thursday Sept. 6, 2012.

Executives and directors have subscribed for 145,238 units in this first closing. "The closing of this first tranche at a price slightly above market shows the support for what we are doing at Sunset," said Lorne Woods President and CEO.

All shares issued under this placement will be subject to a four (4) month hold period, which will expire on January 6, 2013.

A finder's fee of 7% cash and 7% broker warrants will be paid to certain arm's length parties. The broker warrants expire 18 months from the closing. The completion of the offering is subject to approval of the TSX Venture Exchange. It is anticipated that the second and final tranche of this financing will close shortly.

The financing is a non-brokered private placement consisting of up to 4,761,905 units (the "Units") at a price of \$0.105 per Unit to qualified investors, to raise up to \$500,000.

The Units consist of one (1) common share and one half (1/2) share purchase warrant. Each full share warrant will provide the holder with the right to purchase one (1) additional share for \$0.18 per Share. The warrants expire in 18 months from the closing and are subject to an "Acceleration Right" in favor of the Corporation. Should the shares of the Company close at \$0.25 or higher for 5 consecutive days, the expiry of the warrants will accelerate and expiry will be 20 days from issuance of a news release by the Corporation announcing the trigger of the acceleration right.

The capital raised will be used for exploration and drilling on the Carolay property and general working capital for the Corporation.

About Sunset Cove

Sunset Cove Mining Inc., is a dynamic Canadian junior mineral exploration and development company dedicated to driving shareholder value through the economical acquisition, exploration and development of precious metals properties in proven Latin American locations to the point where they become attractive joint venture or acquisition targets. Sunset Cove is in Peru now, because now is the time to be in Peru, and has a wholly owned Peruvian subsidiary, Minera Sunset Del Peru S.A.C based in Lima, and is building a Peruvian mining portfolio in precious metals.

Forward-Looking Statements

Some of the statements contained herein may be forward-looking statements that involve known and unknown risks and uncertainties. Results presented in this press release are exploratory in nature. Historical data, if mentioned, should not be relied upon, as they are not admissible under NI 43-101 rules and the Company has not conducted sufficient testing to verify this type of information.

Without limitation, statements regarding potential mineralization and resources, exploration results, and future plans and objectives of the Company are forward-looking statements that involve various degrees of risk. The following are important factors that could cause the Company's actual results to differ materially from those expressed or implied by such forward-looking statements: changes in the world-wide price of mineral commodities, general market conditions, risks inherent in mineral exploration, risks associated with development, construction and mining operations, the uncertainty of future profitability, and the uncertainty of access to additional capital. Sunset Cove disclaims any obligation to update any such forward-looking statements.

SOURCE: SUNSET COVE MINING INC.

For further information:

Lorne Woods; President; Sunset Cove Mining

(877) 234-0692; ext 250

lwoods@sunsetcovemining.com www.sunsetcovemining.com

Sunset Cove Closes Second Tranche of Private Placement for a total of \$304,690.00 and holds its Annual and Special Meeting of Shareholders.

October 3, 2012 TORONTO, Sunset Cove Mining (TSXV: SSM) (BVL: SSM) ("SUNSET COVE" or the "Corporation"), has closed its 2nd tranche of a private placement in the amount of \$97,605.00 as of today.

The 1st tranche of the private placement in the amount of \$207,085.00 closed on September 6, 2012.

“The closing of over \$300,000 of the financing shows the continued support for the management of Sunset Cove and its exploration program,” said Lorne Woods, President and C.E.O. “In this challenging market our existing shareholders are still with us and new ones have come on board.”

The Units consists of one (1) common share and one half of one (1/2) share purchase warrant, each whole warrant provides the holder the right to purchase one (1) additional share for \$0.18 per Share. The warrants expire in 18 months from the closing and are subject to an "Acceleration Right" in favor of the Corporation. Should the shares of the Company close at \$0.25 or higher for five (5) consecutive days, the expiry of the warrants will accelerate and expiry will be twenty (20) days from issuance of a news release by the Corporation announcing the trigger of the acceleration right.

A finder's fee of 7% cash and 7% broker warrants will be paid to certain arm's length parties. The broker warrants expire eighteen (18) months from the closing.

The TSX Venture Exchange has conditionally approved the private placement.

The 1,972,238 Units issued under the 1st tranche of the private placement are subject to a four (4) month hold period, which will expire on January 7, 2013.

The 920,820 Units issued under this 2nd tranche of the private placement are subject to a four (4) month hold period, which will expire on February 2, 2013.

The capital raised will be used for general working capital for the Corporation's operations in Peru and Canada.

In other news, Sunset Cove held its Annual and Special Meeting of shareholders this past Thursday September 27, 2012. Sunset Cove's Lorne Woods is pleased to announce that the directors' and management team's mandates have been continued for the next financial year.

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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.

For further information, please contact:

Lorne Woods
President
Sunset Cove Mining
(877) 234-0692; ext 250
lwoods@sunsetcovemining.com
www.sunsetcovemining.com

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Sunset Cove Closes Second Tranche of Private Placement and revises total proceeds raised for a total of \$309,940.00

TORONTO, Oct. 16, 2012 /CNW Telbec/ - Sunset Cove Mining (TSXV: SSM) (BVL: SSM) ("SUNSET COVE" or the "Corporation"), has closed its 2nd tranche of a private placement in the amount of \$102,855.00 as of October 2, 2012.

TSX Venture Exchange has conditionally approved the private placement. Sunset Cove is awaiting final TSXV approval for the private placement subject to this press release and other conditions.

The previously announced number of 920,820 Units issued under the 2nd tranche of the private placement has been revised to 979,570 Units.

The capital raised for a total of \$309,940.00 will be used for general working capital for the Corporation's operations in Peru and Canada.

Forward-Looking Statements

Some of the statements contained herein may be forward-looking statements that involve known and unknown risks and uncertainties. Results presented in this press release are exploratory in nature. Historical data, if mentioned, should not be relied upon, as they are not admissible under NI 43-101 rules and the Company has not conducted sufficient testing to verify this type of information.

Without limitation, statements regarding potential mineralization and resources, exploration results, and future plans and objectives of the Company are forward-looking statements that involve various degrees of risk. The following are important factors that could cause the Company's actual results to differ materially from those expressed or implied by such forward-looking statements: changes in the world-wide price of mineral commodities, general market conditions, risks inherent in mineral exploration, risks associated with development, construction and mining operations, the uncertainty of future profitability, and the uncertainty of access to additional capital. Sunset Cove disclaims any obligation to update any such forward-looking statements.

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.

SOURCE: SUNSET COVE MINING INC.

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