

FORM 51-102F3
MATERIAL CHANGE REPORT

ITEM 1 ***Name and Address of Company***

WPC Resources Inc. (the "Company")
202 – 750 West Pender Street
Vancouver, British Columbia V6C 2T7

ITEM 2 ***Date of Material Change***

September 1, 2010

ITEM 3 ***News Release***

A news release was disseminated by CNW Group on September 2, 2010.

ITEM 4 ***Summary of Material Change***

The Company announced that it has entered into a Communications and Investor Relations Agreement with Falcon Point Capital Partners effective September 1, 2010.

ITEM 5.1 ***Full Description of Material Change***

The full description of the material change is set out in the Company's news release attached hereto as Schedule "A".

ITEM 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***

No significant facts have been omitted from this report.

ITEM 8 ***Executive Officer***

Allan Fabbro, President & Director
(604) 351-8850

ITEM 9 ***Date of Report***

September 3, 2010

SCHEDULE "A"



202 - 750 WEST PENDER ST | VANCOUVER, BC, V6C 2T7 | TEL.604.685.1144 | FAX.604.685.9887

FOR IMMEDIATE RELEASE

TSX-V: WPQ

**WPC RESOURCES INC. ANNOUNCES INVESTOR RELATIONS AGREEMENT WITH
FALCON POINT CAPITAL PARTNERS**

Vancouver, B.C., September 2, 2010 – WPC Resources Inc. (the “Company”) is pleased to announce that it has entered into a Communications and Investor Relations Agreement (the “Agreement”) with Falcon Point Capital Partners effective September 1, 2010. Falcon Point Capital is a Vancouver based firm that provides marketing communications and investor relations solutions to public companies through its InvestmentBC.com platform. Falcon Point Capital develops and executes IR/PR programs designed to improve marketplace positioning, increase brand awareness, encourage market engagement and build strategic relationships.

The Agreement provides for a monthly consulting fee of \$1,200 plus HST and the issuance of 50,000 incentive stock options (the “Options”) exercisable for a period of five years at \$0.20 per share. The Options are subject to the vesting provisions and the terms and conditions of the Company’s Stock Option Plan and the policies of the TSX Venture Exchange. The Agreement, which is subject to the approval of the TSX Venture Exchange, is for an initial term of six months. At the end of the six month term, the Agreement will be reviewed for an optional one year renewal on mutually agreeable terms.

About WPC Resources Inc.

WPC Resources Inc. is a Vancouver, British Columbia based gold exploration and development company focused primarily on the resource development of the Quest Lake project in the Northwest Territories, Canada.

For additional information, please contact:

Allan Fabbro, President

Telephone: (604) 351-8850

CAUTIONARY NOTE REGARDING FORWARD-LOOKING STATEMENTS AND INFORMATION

This news release contains certain “forward-looking information” within the meaning of Canadian securities laws. Actual results may differ materially from those indicated by such forward-looking information. All information included herein, other than statements of historical fact, including, without limitation, information regarding future production, is considered forward-looking information and involves various risks and uncertainties. There can be no assurance that the forward-looking information will prove to be accurate, as actual results and future events could differ materially from those anticipated in such information. 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.