51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Rockland Minerals Corp. (the “Company”)
600 - 999 West Hastings Street
Vancouver, British Columbia V6C 2W2

Item 2 Date of Material Change

December 2, 2010

Item 3 News Release

The news release was disseminated through Stockwatch and Market News on December 2, 2010.

Item 4 Summary of Material Change

The Company announced that it has completed a non-brokered private placement of $270,000 through the sale of 1,500,000 units at a price of $0.18 per unit with CGE Resources 2010 L.P. of Point-Claire, Québec. The funds will be used for ongoing exploration at the Company’s Schefferville Gold property and Retty Lake Cu-Ni-PGM property in Québec.

Each unit consists of one common share issued on a flow-through basis under the *Income Tax Act* of Canada and one-half of one non flow-through common share purchase warrant of the Company. Each whole warrant will have a term of 24 months from closing of the financing, and will entitle the holder thereof to purchase one non flow-through common share at a price of $0.28 per share in the first year of the term and $0.36 per share in the second year of the term.

All securities to be issued pursuant to this private placement will be subject to a four-month hold period ending on April 3, 2011. The closing of the private placement has been authorized by the TSX Venture Exchange.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

See attached news release.

5.2 Disclosure for Restructuring Transactions

N/A

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

N/A

Item 7 Omitted Information

None

Item 8 Executive Officer

Ravinder Mlait, President, Chief Executive Officer and Director, (604) 551-7831

Item 9 Date of Report

December 10, 2010

600 - 999 West Hastings Street, Vancouver, B.C., V6C 2W2, Canada www.rocklandminerals.ca

Rockland Closes Financing

For Immediate Release. Vancouver, British Columbia, December 2, 2010: Rockland Minerals Corp. (TSX Venture: RL) (the "**Company**") is pleased to announce that it has completed a non-brokered private placement of $270,000 through the sale of 1,500,000 units at a price of $0.18 per unit with CGE Resources 2010 L.P. of Point-Claire, Québec. The funds will be used for ongoing exploration at the Company's Schefferville Gold property and Retty Lake Cu-Ni-PGM property in Québec.

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Rockland Minerals Corp.

Rav Mlait, MBA
President & CEO
Telephone: (604) 551-7831

Certain statements in this release are forward-looking statements, which reflect the expectations of management regarding the Company's ability to close the private placement. Forward-looking statements consist of statements that are not purely historical, including any statements regarding beliefs, plans, expectations or intentions regarding the future, and in this news release includes but is not limited to the statement that the funds will be used for ongoing exploration at the Company's Schefferville Gold property and Retty Lake Cu-Ni-PGM property in Québec. Such statements are subject to risks and uncertainties that may cause actual results, performance or developments to differ materially from those contained in the statements. No assurance can be given that any of the events anticipated by the forward-looking statements will occur or, if they do occur, what benefits the Company will obtain from them. These forward-looking statements reflect management's current views and are based on certain expectations, estimates and assumptions which may prove to be incorrect. A number of risks and uncertainties could cause our actual results to differ materially from those expressed or implied by the forward-looking statements, including: (1) the inability to finalize the closing of the private placement, on the terms as set out above or otherwise, (2) a downturn in general economic conditions in North America and internationally, and (3) inability to obtain final Exchange approval of the private placement. These forward-looking statements are made as of the date of this news release and, except as required by law, the Company assumes no obligation to update these forward-looking statements, or to update the reasons why actual results differed from those projected in the forward-looking statements. Additional information about these and other assumptions, risks and uncertainties are set out in the "Risks and Uncertainties" section in the Company's MD&A filed with Canadian securities regulators.