

**Form 51-102F3**

***Material Change Report***

**Item 1: Name and Address of Company**

State the full name of your company and the address of its principal office in Canada.

MINERAL MOUNTAIN RESOURCES LTD.  
401-1195 West Broadway  
Vancouver, B.C., V6H 3X5  
Telephone: 604-714-0111

(the “Company” or “Mineral Mountain”)

**Item 2: Date of Material Change**

State the date of the material change.

July 12, 2011

**Item 3: News Release**

State the date and method(s) of dissemination of the news release issued under section 7.1 of National Instrument 51-102.

The news release was disseminated on July 12, 2011, by way of Market Wire and filed on SEDAR with the TSX Venture Exchange, the British Columbia Securities Commission, the Alberta Securities Commission and Ontario Securities Commission.

**Item 4: Summary of Material Change**

Mineral Mountain Resources Ltd. (TSXV: MMV) (the “Company”) is pleased to announce that in addition to the brokered private placement described in the press release of July 8, 2011, the Company will be concurrently offering a Non-Brokered private placement.

The Non-Brokered private placement will consist of up to 1,000,000 flow-through shares (the “FT Shares”) at a price of C\$0.52 per FT share for gross proceeds of up to C\$520,000.

**Item 5: Full Description of Material Change**

**(Vancouver, July 12, 2011)** – Mineral Mountain Resources Ltd. (TSXV: MMV) (the “Company”) is pleased to announce that in addition to the brokered private placement described in the press release of July 8, 2011, the Company will be concurrently offering a Non-Brokered private placement.

The Non-Brokered private placement will consist of up to 1,000,000 flow-through shares (the “FT Shares”) at a price of C\$0.52 per FT share for gross proceeds of up to C\$520,000.

The funds raised from the issuance of the FT Shares will be used for general exploration expenditures, which will constitute Canadian exploration expenses (as defined in the *Income Tax Act*).

Closing of the private placement is subject to receipt of regulatory approvals, including the approval of the TSX Venture Exchange. The securities issued will be subject to a four month hold period under applicable securities laws in Canada.

The Company also announces that pursuant to the Company's Stock option plan, the Company is granting a total of 100,000 stock options to a consultant of the Company. The option is exercisable at price of \$0.50 for a period of three years from the date of grant.

The Company is a British Columbia-based company primarily engaged in the acquisition of mineral resource properties in Canada and the exploration of such properties for minerals. Minerals of interest to the company include precious metals including gold and silver and base metals including zinc, lead and copper.

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

If this Report is being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102, state the reason for that reliance.

Not applicable.

**Item 7: Omitted Information**

State whether any information has been omitted on the basis that it is confidential information.

Not applicable

**Item 8: Executive Officer**

Give the name and business telephone number of an executive officer of your company who is knowledgeable about the material change and the Report, or the name of an officer through whom such executive officer may be contacted.

Brad Baker, Director & Vice President Corporate Development

Business Telephone: (604) 714-0111

Facsimile: (604) 714-1119

**Item 9: Date of Report**

July 15, 2011