FORM 51-102F3

MATERIAL CHANGE REPORT

November 30th, 2012

Item 1: Name and Address of Reporting Issuer

WESTHAVEN VENTURES INC. (the "Company")

Suite 1103-475 Howe Street

Vancouver, BC V6C 2B3

Item 2: Date of Material Change

November 23rd and November 29th, 2012

Item 3: News Release

News releases were issued and disseminated on November 23rd and November 29th, 2012 through stockwatch and kitco and filed on SEDAR at www.sedar.com.

Item 4: Summary of Material Changes

The Company concluded financings that raised gross proceeds of $483,720. This was through the issuance of:

-1,948,231 units priced at $0.13 per unit consisting of 1 common share and 1 full common share purchase warrant exercisable for 2 years at a strike price of $0.20.

-1,280,278 units priced at $0.18 per unit consisting of 1 **flow-through** common share and 1 common share purchase warrant exercisable for 2 years at a strike price of $0.23.

The net proceeds from the sale of Units will be used to fund exploration and drill programs for both the Shovelnose and BEN gold exploration projects, and working capital.

Item 5: Full Description of Material Change

Please see the news releases attached as Schedule "A" hereto, for a full description of the material change.

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

Note applicable.

Item 7: Omitted Information

None.

Item 8: Chief Financial Officer

For further information, please contact:

Shaun Pollard, CFO and Director

Tel: 604-681-5521

Item 9: Date of Report

November 30th, 2012.

Schedule "A"

Vancouver, B.C. – November 23, 2012 – Westhaven Ventures Inc. (**TSX-V:WHN**) is pleased to announce that it has closed the final tranche of its non-brokered private placement (the "**Private Placement**") previously disclosed by the Company on October 9th, 2012. The first tranche of the Private Placement, as disclosed on November 13th, 2012 raised gross proceeds of $221,420 through the issuance of 1,703,231 share units of the Company (the "**Share Units**"), each Share Unit consisting of one common share (a "**Share**") and one common share purchase warrant (a "**Warrant**"), at a purchase price of $0.13 per Share Unit. Each Warrant is exercisable into Shares at a price of $0.20 per Share, expiring in two years from the date of issue. The final tranche of the Private placement raised gross proceeds of $31,850 through the issuance of 245,000 share units of the Company. In connection with the final tranche of the Private Placement, the Company paid finder's fees of $1,196. Hold period expiry dates in respect to the financing are March 14th and March 24th 2012 respectively.

Flow-through Financing

Westhaven expects the flow-through financing previously announced on November 13th, 2012 to be completed next week.

On behalf of the Board of Directors **WESTHAVEN VENTURES INC.** *"Gareth Thomas"*

Gareth Thomas, Director

About Westhaven Ventures Inc.

Westhaven Ventures Inc. is a Canadian based exploration company focused on the acquisition and exploration of prospective resource properties. Westhaven is focused on advancing its Shovelnose gold project and its BEN gold project in British Columbia. Westhaven trades on the TSX Venture Exchange under the ticker symbol WHN. For further information, please contact Gareth Thomas at 604-681-5558 or Shaun Pollard at 604-681-5521 or visit Westhaven's website at www.westhavenventures.com

Neither the 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.

Vancouver, B.C. – November 29, 2012 – Westhaven Ventures Inc. (**TSX-V:WHN**) is pleased to announce that it has closed the non-brokered private placement (the "**Private Placement**") previously disclosed by the Company on November 13th, 2012. The Private Placement raised gross proceeds of $230,450 through the issuance of 1,280,278 share units of the Company (the "**Share Units**"), each Share Unit consisting of one flow-through common share (a "**Share**") and one common share purchase warrant (a "**Warrant**"), at a purchase price of $0.18 per Share Unit. Each Warrant is exercisable into Shares at a price of $0.23 per Share, expiring in two years from the date of issue. An insider participated for 278,000 share units. In connection with the final tranche of the Private Placement, the Company paid finder's fees of $7,272. Hold period expiry in respect to the financing is March 30th 2012.

The securities issued in connection with this financing are subject to a hold period of four months and one day from the date of issue.

On behalf of the Board of Directors
WESTHAVEN VENTURES INC.

"Gareth Thomas"

Gareth Thomas, Director

About Westhaven Ventures Inc.

Westhaven Ventures Inc. is a Canadian based exploration company focused on the acquisition and exploration of prospective resource properties. Westhaven is focused on advancing its Shovelnose gold and BEN projects in British Columbia. Westhaven trades on the TSX Venture Exchange under the ticker symbol WHN. For further information, please contact Gareth Thomas at 604-681-5558 or Shaun Pollard at 604-681-5521 or visit Westhaven's website at www.westhavenventures.com