51-102F3
MATERIAL CHANGE REPORT [F]

Item 1 Name and Address of Company

Maple Leaf Resource Corp. (the “**Company**”)
Suite 808 – 609 Granville Street
Vancouver, BC V7Y 1G5

Item 2 Date of Material Change

April 3, 2013

Item 3 News Release

The news release was issued on April 3, 2013 via Market News and Stockwatch.

Item 4 Summary of Material Change

The Company announced that it has closed its Initial Public Offering (the “**IPO**”) of 2,000,000 common shares in the capital of the Company at $0.10 per share for gross proceeds of $200,000.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Company , is pleased to announce that on April 3, 2013, it successfully completed its IPO of 2,000,000 common shares (each, a “**Share**”) at a price of $0.10 per Share for gross proceeds of $200,000 (the “**Proceeds**”).

Macquarie Private Wealth Inc. acted as agent (the “**Agent**”) for the IPO. The Company paid the Agent a cash commission of $12,000, being 6% of the Proceeds, and granted the Agent 120,000 non-transferable options each of which entitles the Agent to purchase one Share at a price of $0.10 per Share for a period of 24 months from the date of the listing of the Shares on the TSX Venture Exchange (the “**Exchange**”). The Company also paid the Agent a corporate finance fee of $15,000 plus applicable taxes, $5,000 of which was paid through the issuance of 50,000 Shares at a deemed price of $0.10 per Share.

The Company also granted an aggregate of 200,000 stock options to its directors and officers, each of which is exercisable into one Share at a price of $0.10 per Share for a period of five years from the date of the listing of the Shares on the Exchange.

The Company has received conditional approval to list as a Capital Pool Company (as defined in the policies of the Exchange). The Company will submit the final documents to the Exchange to commence trading. The Company anticipates that it will trade under the symbol “MPL.P”. The Company has not commenced operations and has no assets other than cash.

The Company intends to use the net proceeds of the IPO to identify and evaluate potential Qualifying Transactions (as defined in the policies of the Exchange) in accordance with the policies of the Exchange.

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

None

Item 8 Executive Officer

Shane Doyle, Chief Executive Officer and President, Telephone: 604.630.7019

Item 9 Date of Report

April 5, 2013