

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

BRS Resources Ltd. (the “Company”)
5910 North Central Expressway
Suite 1250
Dallas, TX 75206

Item 2 Date of Material Change

December 22, 2011

Item 3 News Release

The news release dated January 4, 2012 was disseminated through Stockwatch and Market News on January 4, 2012.

Item 4 Summary of Material Change

The Company announced an increase in the number of directors of the Company from six to seven, and the election of James Wicklund as a director of the Company.

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

Steve Moore, President & CEO, 214.699.9470

Item 9 Date of Report

January 4, 2012



FOR IMMEDIATE RELEASE

BRS RESOURCES ANNOUNCES APPOINTMENT OF NEW DIRECTOR

DALLAS, TEXAS — January 4, 2012 — BRS Resources Ltd. (TSX.V: BRS) (“**BRS**” or the “**Company**”) announces that, at a special meeting of the Company’s shareholders held on December 22, 2011, the Company’s shareholders approved an increase in the size of the Company’s board of directors from six directors to seven, and elected James Wicklund as a director of the Company to fill the resulting vacancy.

Mr. Wicklund has been a portfolio manager at Carlson Capital, L.P., an asset-management firm based in Dallas, Texas, for the past four years, running an energy equity portfolio. He spent the preceding fifteen years as an equity research analyst covering the energy sector at Banc of America Securities, Rauscher Pierce Refsnes Inc. (now RBC Securities) and Eppler Guerin & Turner, prior to which he spent fifteen years working in the oil and gas industry globally for Sun Oil, Western Geophysical and two petroleum engineering companies. He graduated from Southern Methodist University where he currently serves on the Board of Advisors of the Maquire Energy Institute at the Cox School of Business.

ABOUT BRS

BRS is listed on the TSX.V Exchange under the symbol “BRS”. The Company is an independent international oil and gas company focused on the development and production of oil and natural gas reserves.

ON BEHALF OF THE BOARD OF DIRECTORS

Steve Moore
President/CEO
Phone: 214.699.9470

For further information, please contact David Russell, Director of Investor Relations/Corporate Communications, at 214-699-9470 or by email at drussell@brsresources.com.

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