

**51-102F3**  
**MATERIAL CHANGE REPORT**

**Item 1 Name and Address of Company**

BRS Resources Ltd. (the “**Company**”)  
1320-885 West Georgia Street  
PO Box 1045 HSBC Building  
Vancouver, BC V6C 3E8

**Item 2 Date of Material Change**

February 23, 2011

**Item 3 News Release**

The news release dated February 23, 2011 was disseminated through Marketwire, Stockwatch and Market News on February 23, 2011.

**Item 4 Summary of Material Change**

BRS Resources Appoints New Director and President of Subsidiary

**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**

February 23, 2011



## **BRS RESOURCES APPOINTS NEW DIRECTOR AND PRESIDENT OF SUBSIDIARY**

DALLAS, TEXAS – February 23, 2011: BRS Resources Ltd. (TSX.V: BRS) (“BRS” or the “Company”) announces Sioux Sinnott as a Director of the Company, and as President of Bonanza Resources (Texas) Inc., a wholly owned subsidiary of BRS Resources Ltd.

Ms. Sinnott has over 35 years of international oil and gas experience and was instrumental in securing the membership interest in AleAnna Energy LLC, placing BRS Resources in the second largest land position onshore Italy. Ms. Sinnott’s area of expertise is project management. Prior to joining BRS she was the president of Heartland Rig International (HRI) Inc., a global manufacturer of drilling rigs and equipment. She also held positions at Arco Oil and Gas, Exxon Neftegaz Limited, Nimir Petroleum and Petrosakh USA. She attended Southern Methodist University in Dallas, Texas.

“I am thrilled to have Sioux Sinnott as part of the BRS management team. Her knowledge and experience in international field operations and project management gives me every confidence that we are well-staffed and poised to grow this company to its fullest potential,” stated Steve Moore, President and CEO of BRS Resources Ltd.

### **About BRS Resources Ltd:**

BRS Resources 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.

For further information, please contact David Russell, Director of Investor Relations/Corporate Communications, at (214) 699-9470 or by email at [drussell@BRSresources.com](mailto:drussell@BRSresources.com).  
Website: [www.BRSresources.com](http://www.BRSresources.com)

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*This press release includes certain "Forward-Looking Statements." Words such as "grow," "fullest potential," and words of similar import also identify forward-looking statements. Forward-looking statements in this news release may include statements about when and where BRS/AleAnna will be operating, and when BRS/AleAnna's exploration activity will take place. Actual results may differ materially from those currently anticipated due to a*

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*number of factors beyond the Company's control. These risks and uncertainties include, among other things, any negative change in the law, regulatory or political environment which would negatively affect BRS/AleAnna's ability to obtain permits necessary for drilling, and other factors beyond the Company's or AleAnna's control. These forward-looking statements are made as of the date of this news release and, except as required by applicable laws, 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.*

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