

FORM 51-102F3

**MATERIAL CHANGE REPORT
PURSUANT TO SECTION 7 OF NATIONAL INSTRUMENT 51-102**

ITEM 1 REPORTING ISSUER

Grenville Gold Corp.
8338-120th Street
Surrey, BC V3W 3N4

ITEM 2 DATE OF MATERIAL CHANGE

The News Release was issued on January 25, 2011

ITEM 3 NEWS RELEASE

News Release was filed on SEDAR January 25, 2011 and disseminated over Newswire

ITEM 4 SUMMARY OF MATERIAL CHANGE

Change in Directorship

ITEM 5 FULL DESCRIPTION OF MATERIAL CHANGE

Mr. A. Paul Gill and Mr. Melvin Rokosh each resigned as directors

ITEM 6 RELIANCE ON SUBSECTION 7.1(2) OR (3) OF NATIONAL INSTRUMENT 51-102

N/A

ITEM 7 OMITTED INFORMATION

N/A

ITEM 8 EXECUTIVE OFFICER

Thomas R. Tough, President & CEO, Tel: 604 592 6881

ITEM 9 DATE OF REPORT

Dated at Surrey, B.C. this 30th day of January, 2011.