

51-102F3 Material Change Report

1. Name and Address of Company

Pasinex Resources Limited
Suite 1450 – 789 West Pender Street
Vancouver, BC V6C 1H2

2. Date of Material Change

December 21, 2012

3. New Release

Pursuant to section 7.1 of National Instrument 51-102, the news release was disseminated by CNW Newswire and Canada Stockwatch on December 21, 2012.

4. Summary of Material Changes

Pasinex Resources Ltd. announced that it has completed a private placement of a total of 3,300,000 Units at a price of \$0.10 per share for gross proceeds of \$330,000.

5. Full Description of Material Changes

Please see attached.

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

Not Applicable

7. Omitted Information

Not Applicable

8. Executive Officers

Steve Williams, President
Telephone: 705.292.8116

9. Date of Report

December 21, 2012

SCHEDULE A

PASINEX ANNOUNCES CLOSING OF PRIVATE PLACEMENT

December 21, 2012 – Pasinex Resources Limited (**CNSX: PSE**) (the “Company”) is pleased to announce that it has completed a private placement (the “Private Placement”) of a total of 3,300,000 Units at a price of \$0.10 per share for gross proceeds of \$330,000.

Each Unit is comprised of one common share and one half of a share purchase warrant. Each whole warrant is exercisable into one common share at an exercise price of \$0.15 per share for a period of two years from closing.

The proceeds of the Private Placement will be used by the Company for continued exploration of its mineral properties located in Turkey and for working capital.

In connection with the completion of the Private Placement, the Company has paid finder’s fees of \$9,160.00 cash and 9,160 finder’s warrants. Each finder’s warrant is exercisable into one common share of the Company at a price of \$0.15 per share for a period of two years from the date of closing of the Private Placement.

Securities issued pursuant to the Private Placement are subject to a four-month hold period expiring April 22, 2014.

About Pasinex

Pasinex Resources Limited (CNSX: PSE) is a base and precious metal-focused exploration company with a particular priority given to building a strong portfolio of base metal opportunities in Turkey. The Company has a strong technical management team with many years of experience in mineral exploration and mining project development.

For further information, please contact Steven Williams at 705 292 8116.

“Steve Williams”

Steve Williams

President, Director

Phone: 705.292.8116

Email: info@pasinex.com

The CNSX does not accept responsibility for the adequacy or accuracy of this news release.

Statements in this document which are not purely historical are forward-looking statements, including any statements regarding beliefs, plans, expectations or intentions regarding the future. It is important to note that actual outcomes and the Company's actual results could differ materially from those in such forward-looking statements.

Risks and uncertainties *include, but are not limited to, economic, competitive, governmental, environmental and technological factors that may affect the Company's operations, markets, products and prices.* Factors that could cause actual results to differ materially may include: misinterpretation of data; that we may not be able to get equipment or labour as we need it; that we may not be able to raise sufficient funds to complete our intended exploration and development; that our applications to drill may be denied; that weather, logistical problems or hazards may prevent us from exploration; that equipment may not work as well as expected; that analysis of data may not be possible accurately and at depth; that results which we or others have found in any particular location are not necessarily indicative of larger areas of our property; that we may not complete environmental programs in a timely manner or at all; market prices may not justify commercial production costs; and that despite encouraging data there may be no commercially exploitable mineralization on our properties. Readers should refer to the risk disclosures outlined in the Company's Management Discussion and Analysis of its audited financial statements filed with the British Columbia Securities Commission.