

**Form 51-102F3**

***Material Change Report***

**Item 1. Name and Address of Company**

Silver Shield Resources Corp. (the "Corporation")  
2 Toronto Street, Suite 212  
Toronto, Ontario, M5C 2B5

**2. Date of Material Change**

Dec 8<sup>th</sup>, 2015

**Item 3. News Release**

A news release dated Dec 8<sup>th</sup>, 2015, was disseminated through Newsfile Corp. A copy of the News Release is attached as Schedule "A".

**Item 4. Summary of Material Change**

Silver Shield Resources., Announces that it closed the first tranche of its previously announced (see press release dated Dec 7<sup>th</sup>, 2015) \$1,000,000.00 Private Placement Offering. Furthermore the Corporation concurrently announced that it executed a shares-for-debt transaction by issuing 2,500,000 common shares of the Corporation to non-arm's length creditors. These two transactions have changed the corporate share structure from 14,040,660 to 17,304,954.

**Item 5. Full Description of Material Change**

**5.1 Full Description of Material Change**

For a full description of the material change, see Schedule "A"

**5.2 Disclosure for Restructuring Transactions**

Not Applicable.

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

Not Applicable.

**Item 7. Omitted Information**

Not Applicable.

**Item 8. Executive Officer**

Frank Kordy,  
Interim Chief Executive Officer & Director  
T: (647) 466-4037 | E: frank.kordy@silvershieldresources.net

**Item 9. Date of Report**

Dec 8<sup>th</sup>, 2015

## **Schedule "A"**



## News Release

### **Silver Shield Resources Corp., Announces Closing of the First Tranche its Previously Announced \$1,000,000.00 Non-Brokered Private Placement Raise, the Completion of a Shares-for-Debt Transaction & the Appointment of Paul Haber as CFO.**

**FOR IMMEDIATE RELEASE**

**Dec 8th, 2015**

**Toronto, Ontario, Dec 8th 2015** – Silver Shield Resources Corp., (CSE: SSR), (the “Corporation”) announced today that it has closed the First Tranche of its non-brokered Private Placement offering which was previously announced on December 7<sup>th</sup>, 2015. Seven Hundred, Sixty-Four Thousand, Two Hundred & Ninety-Four (“764,294”) units have been sold for gross proceeds of One Hundred and Fourteen Thousand, Six Hundred & Forty-Four Dollars & Ten Cents (“\$114,644.10”) CDN. No commission or finder's fee is payable with respect to the closing of this tranche of the placement.

The Corporation also announced today that it has received approval from the Canadian Securities Exchange to issue Two Million Five Hundred Thousand (“2,500,000”) common shares at a deemed price of \$0.10 per common share to settle certain debts owed to non-arm's length, creditors totaling Two Hundred and Fifty Thousand Dollars (“\$250,000.00”) CDN. The common shares of the shares for debt settlement are subject to a four month and one day statutory hold period.

Furthermore, the Corporation announced today that Mr. Frank Kordy has resigned as interim CFO, and that the Corporation has appointed Mr. Paul Haber as CFO with immediate effect. Mr. Haber is a Chartered Accountant and a Certified Public Accountant who has extensive experience in US/Canadian accounting and finance. Mr. Haber currently serves as Board Member to both Tri-Metals Mining (TSXV:TMI) and Chinapintza Mining Corporation (TSXV:CPA).

Mr. Kordy added: “I’m very pleased to announce the appointment of Mr. Haber today. Mr. Haber is a very accomplished corporate Director and operations finance executive who will be instrumental in assisting the Corporation with its plans moving forward.”

**For further information please contact:**

Mr. Frank Kordy  
Interim CEO  
Silver Shield Resources Corp.  
T: (647) 466-4037  
E: frank.kordy@silvershieldresources.net

**Forward-Looking Statements**

Information set forth in this news release may involve forward-looking statements under applicable securities laws. The forward-looking statements contained herein are expressly qualified in their entirety by this cautionary statement. The forward-looking statements included in this document are made as of the date of this document and the Corporation disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as expressly required by applicable securities legislation. Although Management believes that the expectations represented in such forward-looking statements are reasonable, there can be no assurance that such expectations will prove to be correct. This news release does not constitute an offer to sell or solicitation of an offer to buy any of the securities described herein and accordingly undue reliance should not be put on such. Neither CSE nor its Regulation Services Provider (as that term is defined in the policies of the CSE accepts responsibility for the adequacy or accuracy of this release.