

## Form 51-102F3

### *Material Change Report*

#### **Item 1: Name and Address of Company**

SILVER SUN RESOURCE CORP.  
Suite 400, 409 Granville Street  
Vancouver, British Columbia V6C 1T2  
("Silver Sun" or "the Company")

#### **Item 2 Date of Material Change**

September 6, 2012

#### **Item 3 News Release**

The News Release was disseminated on September 7, 2012 by way of Stockwatch and Filing Services Canada Inc. (Canada disclosure networks).[

#### **Item 4 Summary of Material Change**

On September 6, 2012, the Company closed the first tranche of its non-brokered private placement of 1,775,336 Units at a price of \$0.12 a Unit for gross proceeds of approximately \$213,040.32.

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

##### **5.1 Full Description of Material Change**

The Company announced that, further to its news release dated July 10, 2012, on September 6, 2012 it closed the first tranche of its non-brokered private placement of 1,775,336 Units at a price of \$0.12 a Unit for gross proceeds of approximately \$213,040.32. Each Unit is comprised of one common share in the capital of the Company and one non-transferable share purchase warrant, each warrant entitling the holder to purchase one additional common share of the Company until September 6, 2014 at a per share price of \$0.17 until September 6, 2013 and \$0.25 until September 6, 2014.

Cash finders' fees in the aggregate amount of \$20,104,03 was paid and warrants to acquire an aggregate of 167,533 common shares of the Company until September 6, 2014 at a per share price of \$0.17 until September 6, 2013 and \$0.25 until September 6, 2014 were issued to arms' length finders who introduced the Company to investors.

Shares issued by the Company to the subscribers of the private placement are, and shares which may be acquired upon the exercise of the share purchase warrants will be, subject to a hold period until January 7, 2013, in accordance with applicable securities legislation.

The Company intends to use the proceeds of the private placement for expansion of the Cherry Hill Gold mine in Siskiyou County, California and for general working capital and corporate purposes.

## **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**

Mark A. McLeary, President, CEO and Director

Telephone: (604) 682-3234

Facsimile: (604) 682-0537

### **Item 9 Date of Report**

September 13, 2012