

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

Item 1 Name and address of the Corporation

*Gimus Resources Inc.
1002 Sherbrooke Street West
28th Floor
Montreal, Quebec
H3A 3L6*

Item 2 Date of material change

March 14, 2012

Item 3 News release

The press release was issued and distributed on March 14, 2012 via Marketwire.

Item 4 Summary of material change

The material change is fully described in the Issuer's press release which is attached as Schedule A, incorporated herein.

Item 5 Full description of material change

Please refer to item 4.

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

Guy Girard, President and CEO

Item 9 Date of Report

March 16, 2012

SCHEDULE A

GIMUS RESOURCES INC.

PRESS RELEASE

FOR IMMEDIATE ISSUE

Gimus Resources Inc. closes Flow-Through Private Placement

Montréal, March 14, 2012, Gimus Resources Inc. (“Gimus” or the “Corporation”) announces that, further to its news releases dated February 28, 2012, it has closed an oversubscribed non-brokered private placement consisting of 3,575,000 flow-through common shares of the Corporation at a price of \$0.10 per share for gross proceeds of \$357,500.

Securities acquired by the places are subject to a hold period until July 15, 2012, in accordance with applicable securities legislation. The proceeds of the private placement will be used to fund Gimus’ exploration work. The Corporation now has a total of 13,104,000 issued and outstanding common shares, 750,000 options and 226,320 warrants, giving a total of 14,080,320 common shares on a fully diluted basis.

The Corporation paid a cash finders' fee of \$9,000 on a portion of the offering equal to 6% of the aggregate gross proceeds received from subscribers introduced to the Corporation by the finder

Insiders of the Corporation participated in this private placement, having purchased 850,000 shares, constituting related party transactions pursuant to TSX Venture Exchange Policy 5.9 and Multilateral Instrument 61-101 - *Protection of Minority Security Holders in Special Transactions* ("MI 61-101"). The Corporation relied on exemptions from the formal valuation and minority shareholder approval requirements provided under sections 5.5(a) and 5.7(a) of Multilateral Instrument 61-101 on the basis that participation in the private placement by insiders did not exceed 25% of the fair market value of the Corporation’s market capitalization.

Closing of the private placement is subject to receipt of the TSX Venture Exchange’s final approval.

ABOUT GIMUS RESOURCES INC.

Gimus is a mineral exploration company that is exploring for uranium along its 100% owned *Baie Johan Beetz* Property located east of Havre St-Pierre, on the Québec North Shore.

FOR FURTHER INFORMATION, PLEASE CONTACT:

Guy Girard
President and Chief Executive Officer

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Forward-Looking Statements

Information set forth in this news release contains forward-looking statements that are based on assumptions as of the date of this news release. These statements reflect management's current estimates, beliefs, intentions and expectations. They are not guarantees of future performance. Gimus cautions that all forward looking statements are inherently uncertain and that actual performance may be affected by a number of material factors, many of which are beyond Gimus' control. Such factors include, among other things: risks and uncertainties relating to Gimus' ability to complete the sale of any securities under the offerings and to obtain TSX Venture Exchange approval of the offerings. Except as required under applicable securities legislation, Gimus undertakes no obligation to publicly update or revise forward-looking information.

Not for release or distribution in the United States or for dissemination to US Newswire Services.

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.