

## FORM 51-102F3

### Material Change Report

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

Meryllion Resources Corp  
303 – 750 West Pender Street  
Vancouver, B.C. V6C 2T7

Telephone: 604-681-0084

**Item 2. Date of Material Change**

News Release dated March 3, 2015

**Item 3. News Release**

News Release dated March 3, 2015 was filed on SEDAR on March 4, 2015 and disseminated by Marketwired on March 3, 2015.

**Item 4. Summary of Material Change**

Change in Officers.

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

March 3, 2015 - Vancouver, British Columbia. Meryllion Resources Corporation ("Meryllion" or the "Company") (TSX-V: MYR) announces that its Board of Directors has appointed Zula Kropivnitski as Chief Financial Officer and Cassandra Gee as Corporate Secretary both effective March 1, 2015. Ms. Kropivnitski replaces Saurabh Handa while Ms. Gee replaces Alex Bayer. Mr. Handa and Mr. Bayer are no longer with the Company effective March 1, 2015 but will support in the transition of the management team. The Board of Directors also announces that Mr. Shenton has resigned as a director of the Company.

Zula Kropivnitski is a certified general accountant with over 10 years of practice experience, mainly with public companies listed on Canadian stock exchanges. Ms. Kropivnitski is a CFO of Planet Mining Exploration and former CFO of Electric Metals Inc., and Iron Tank Resources Corp, companies with a combined market capitalization approaching \$80 million. She is also a former controller of African Queen Mines and Sacre-Coeur Minerals with mining interests in Africa and South America. Ms. Kropivnitski was involved in all areas of financial reporting, corporate finance, and related aspects of regulatory compliance. She has over ten years of international experience in the resource sector. Ms. Kropivnitski received her Certified General Accountant professional accounting designation from the Certified General Accountants Association of British Columbia, Canada and later obtained her ACCA designation from the Association of Chartered Certified Accountants based in London, UK. She has Master of Mathematics and Master of Economics degrees in Russia.

Ms. Gee has been involved with public companies for over 10 years in administration, international finance and accounting. Ms. Gee is experienced in securities law ensuring compliance with regulatory requirements. Prior to her involvement with public companies, she worked in accounting for several industries.

Ms. Kropivnitski and Ms. Gee will be involved with Meryllion through The Preakness Group ("Preakness") which is a private umbrella organization. Preakness manages publicly-traded companies with interests in mining and energy sector and other industries with operations worldwide. Preakness manages and facilitates project acquisitions and equity financings and provides geological, engineering, marketing, investor relations and administrative services to its client companies.

Following the departure of Mr. Shenton, Mr. Handa and Mr. Bayer, the Company has cancelled 166,665 unvested stock options that were exercisable at \$0.30. As per the Company's stock option plan any vested stock options held at the time of termination without cause remain exercisable for a period of 90 days following the termination. Therefore, pending the exercise of such options, a further 66,667 options exercisable at \$0.30 will be cancelled on May 26th, 2015 and a further 266,668 options exercisable at \$0.30 will be cancelled on June 1, 2015.

David Birkenshaw, CEO of Meryllion, commented: "On behalf of the board of directors I would like to thank Mr. Shenton, Mr. Handa and Mr. Bayer for their efforts and welcome Ms. Kropivnitski and Ms. Gee to the Meryllion team."

**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**

The following executive officer of the Company is knowledgeable about the material change disclosed in this report.

David Birkenshaw, CEO  
Business Telephone No: 604-681-0084

**Item 9. Date of Report**

DATED at Vancouver, British Columbia, this 4<sup>th</sup> day of March, 2015.

*(Signed) David Birkenshaw*

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David Birkenshaw  
CEO