

FORM 51-102F3

Material Change Report

Item 1. Name and Address of Company

Meryllion Resources Corporation (the “Company” or “Meryllion”)
303 – 750 West Pender Street
Vancouver, B.C. V6C 2T7

Telephone: 604-681-0084

Item 2. Date of Material Change

June 29, 2016.

Item 3. News Release

The news release was issued on July 5, 2016 and was disseminated through the facilities of recognized newswire services on July 5, 2016. A copy of the news release was filed on SEDAR.

Item 4. Summary of Material Change

On June 29, 2016, the shareholders of Meryllion approved by special resolution the previously announced (i) agreement to settle certain debt owed by the Company, and (ii) agreement to sell all of the issued and outstanding shares of its wholly-owned subsidiary, Huayra Minerals Corp. (“Huayra”) to Fitzcarraldo Ventures Inc. (“Fitzcarraldo”).

Item 5. Full Description of Material Change

On June 29, 2016, at the Company’s annual general and special meeting, the shareholders of Meryllion approved by special resolution the following matters: (i) the previously announced agreement to settle debt in the aggregate principal amount of \$220,887 by the issuance of 7,362,910 common shares in the capital of the Company, having a deemed value of \$0.03 per common share (“Debt Settlement”), and (ii) the agreement to sell all of the issued and outstanding shares of Huayra to Fitzcarraldo in consideration for the assumption of the debt accumulated by its Argentinean subsidiary, Meryllion Argentina S.A. (the “Disposition”) and together with the Debt Settlement, the “Reorganization”). As a result of the shareholder approval, the Reorganization has now been implemented.

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.

Zula Kropivnitski, CFO
Business Telephone No: 604-681-0084

Item 9. Date of Report

DATED this 6th day of July, 2016.

(Signed) Zula Kropivnitski

Zula Kropivnitski
CFO