

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

News Release dated August 14, 2017

Item 3. News Release

The news release was issued on August 14, 2017 and was disseminated through the facilities of recognized newswire services on August 14, 2017. A copy of the news release was filed on SEDAR.

Item 4. Summary of Material Change

Meryllion Resources announces closing of second tranche of private placement.

Item 5. Full Description of Material Change

TORONTO, August 14, 2017 - Meryllion Resources Corporation (CSE-MYR) (the “**Corporation**”) is pleased to announce that it has completed the second tranche of its previously announced non-brokered private placement.

Upon closing of the second tranche, the aggregate gross proceeds of the private placement were \$220,000 with units being issued at a price of \$0.025 per unit. Each unit consists of one common share and one half warrant with each whole warrant exercisable into one common share at a price of \$0.05. No finders’ fees were paid and no finders’ warrants were issued in connection with this private placement.

The securities issued in the private placement are subject to a hold period. Unless permitted by securities legislation, the common shares and warrants (and underlying securities) issued in the second tranche of the private placement may not be traded until December 15, 2017.

Forward-Looking Statements

This news release may contain “forward-looking information” within the meaning of applicable Canadian securities laws, including statements regarding the anticipated use of proceeds. Forward-looking information is not a guarantee of future performance or results, since it involves risks and uncertainties. There is no assurance that forward-looking statements will prove to be accurate, and actual results and future events could differ materially from those anticipated in forward-looking statements. Some of the factors on

which the forward-looking statements are premised include (but are not limited to) the lack of material changes to general economic, market and business conditions. Forward-looking information is subject to the risk that those factors will not materialize, and to other risks, including the completion of the business combination with Thunderhawk Cannabis Ltd. Except as required by law, the Corporation does not assume and expressly renounces any obligation to update any forward-looking information, which is only applicable on the date on which it is given.

Neither CSE nor its Market Regulator (as that term is defined in the policies of the CSE) has approved nor disapproved of the contents of this press release and does not accept responsibility for the adequacy or accuracy of this release.

For further information, please contact:

Ben Gelfand
Director
Meryllion Resources Corporation
416-452-7204

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 14th day of August, 2017.

(Signed) Zula Kropivnitski

Zula Kropivnitski
CFO