

MERYLLION RESOURCES CORPORATION

Form 51-102F3 | Material Change Report

Item 1 – Name and Address of Company

Meryllion Resources Corporation (the "Corporation")
8 King Street East | Suite 1005
Toronto, Ontario | M5C 1B5

Item 2 – Date of Material Change

At January 14th, 2019

Item 3 – News Release

A news release for Meryllion Resources Corporation dated January 14th, 2019, was disseminated through Newsfile Corp. A copy of the full News Release is attached to this report as "Schedule 'A'".

Item 4 – Summary of Material Change

Meryllion Resources Corporation (CSE: MYR), ("Meryllion" or the "Corporation") announced that the Corporation had entered into several debt settlement agreements where the Corporation will issue Thirteen Million, One Hundred and Ten Thousand ("13,110,000") Common Shares at a deemed price of Two Cents ("\$.02") CDN per Common Share, to settle Two Hundred and Sixty-Two Thousand, Two Hundred Dollars ("262,200.00") CDN of debt due to multiple creditors. The shares issued to complete the settlement agreements will not result in a change of control. Upon completion of the issuance of the 13,110,000 Common Shares, the Corporation will have 67,598,420 Common Shares issued and outstanding. After the issuance, the Corporation will have very minimal debt left on its balance sheet.

The completion of the transactions above is a material event as defined by NP 51-201 as the Common Share issuance transaction has increased the number of the Corporation's issued Common Shares from 54,488,420 (As At January 13th, 2019) to 67,598,420 (As At January 14th, 2019).

Item 5 – Full Description of Material Change

5.1 Full Description of Material Change

For a full description of the material change, see Schedule "A"

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

Frank Kordy,
Interim CFO & Secretary
T: (647) 466-4037 | E: frank.kordy@gunpowdercapitalcorp.com

Item 9 – Date of Report

At January 14th, 2019

Schedule "A"



News Release

Meryllion Resources Corp., Announces Debt Settlement / Shares for Debt Transaction

FOR IMMEDIATE RELEASE

Jan 14th, 2019

Toronto, Ontario, January 14th, 2019 – Meryllion Resources Corporation (CSE: MYR), ("Meryllion" or the "Corporation") announced today that the Corporation has entered into several debt settlement agreements where the Corporation will issue Thirteen Million, One Hundred and Ten Thousand ("13,110,000") Common Shares at a deemed price of Two Cents ("\$0.02") CDN per Common Share, to settle Two Hundred and Sixty-Two Thousand, Two Hundred Dollars ("262,000") CDN of debt due to multiple creditors. The shares issued to complete the settlement agreements will not result in a change of control. Upon completion of the issuance of the 13,110,000 Common Shares, the Corporation will have 67,598,420 Common Shares issued and outstanding. After the issuance, the Corporation will have very minimal debt left on its balance sheet.

For further information please contact:

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Forward-Looking Statements

Information set forth in this news release may involve forward-looking statements under applicable securities laws. The forward-looking statements contained herein are expressly qualified in their entirety by this cautionary statement. The forward-looking statements included in this document are made as of the date of this document and the Corporation disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as expressly required by applicable securities legislation. Although Management believes that the expectations represented in such forward-looking statements are reasonable, there can be no assurance that such expectations will prove to be correct. This news release does not constitute an offer to sell or solicitation of an offer to buy any of the securities described herein and accordingly undue reliance should not be put on such. Neither CSE nor its Regulation Services Provider (as that term is defined in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this release.