

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

January 28th, 2019

Item 3 – News Release

A news release for Meryllion Resources Corporation dated January 28th, 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 on January 24th, 2019, the Corporation entered into a debt settlement agreement where the Corporation issued Two Hundred and Fifty Thousand ("250,000") Common Shares at a deemed price of Two Cents ("\$0.02") CDN per Common Share, to settle Five Thousand Dollars ("\$5,000.00") CDN of debt due to a creditor.

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 67,598,420 (As At January 23rd, 2019) to 67,848,420 (As At January 24th, 2019).

The Corporation also announced that on Friday January 25th, 2019 the Board of Directors had received, and it had accepted the resignation of Mr. Alan Grant as a Director of the Corporation. The resignation of Mr. Grant is a material event as defined by NP 51-201 as his resignation constituted as a changes to the company's board of directors and / or executive management.

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
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Item 9 – Date of Report

At January 28th, 2019

Schedule "A"



News Release

Meryllion Resources Corp., Announces Resignation of Director, Extension of Warrants, Debt Settlement / Shares for Debt Transaction

FOR IMMEDIATE RELEASE

Jan 28th, 2019

Toronto, Ontario, January 28th, 2019 – Meryllion Resources Corporation (CSE: MYR), (“Meryllion” or the “Corporation”) announced that on Friday January 25th, 2019 the Board of Directors had received, and it had accepted the resignation of Mr. Alan Grant as a Director of the Corporation.

“On behalf of the Meryllion Board of Directors, and the entire Meryllion team, I would like to thank Mr. Grant for his contributions to the Corporation over these past few years and during this transitional period. We all wish him and his family well in all of their future endeavors,” said Paul Haber Meryllion’s Interim CEO and Director.

The Corporation also announced that it had extended, by one year, the expiry date of outstanding warrants exercisable to purchase 3,900,000 common shares at \$0.05 CDN per share. Such warrants were issued by Meryllion back in August of 2017 by way of a private placement and the warrants had been set to expire on February 4th, 2019. The warrants are now set to expire on February 4th, 2020. No other terms of the warrants have been amended.

The Corporation further announced that on January 24th, 2019, the Corporation entered into a debt settlement agreement where the Corporation issued Two Hundred and Fifty Thousand (“250,000”) Common Shares at a deemed price of Two Cents (“\$0.02”) CDN per Common Share, to settle Five Thousand Dollars (“\$5,000.00”) CDN of debt due to a creditor. The Corporation now has 67,848,420 Common Shares issued and outstanding.

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.