

Form 51-102F3

MATERIAL CHANGE

Name and Address of Company

Glen Eagle Resources Inc. (The Company)
Suite 725
999 de Maisonneuve, West
Montreal (Quebec)
H3A 3L4

Date of Material Change

March 30th, 2011

Press Release

Glen Eagle Resources Inc. issued a news release with respect to the material change described below on March 30th, 2010 via Marketwire

Summary of Material Change

The Company has entered into an agreement with Windermere Capital (Canada) Inc. to act as agent for and on behalf of the Company. The Company also announces that it has entered into an agreement with the agent, on a "best efforts" basis, to proceed with a private placement for gross proceeds of up to \$1.1 million.

Full description of Material Change

The Company announces that it has entered into an agreement, on a "best efforts" basis, to proceed with a private placement for gross proceeds of up to \$1.1 million (the "Offering"). The Offering consists of the issuance of a maximum of 5,500,000 units (the "Units") at a price of \$0.20 per Unit for maximum gross proceeds of \$1.1 million. Each Unit is comprised of one (1) common share and one (1) common share purchase warrant, each warrant entitling the holder to subscribe for one (1) common share at a price of \$0.35 per share for a period of two (2) years following the closing of the Offering. After four months and one day from the closing of this transaction, should the common shares of the Company close above \$0.60 for twenty consecutive days, the Company may force the exercise of the warrants within 30 days. The Company has entered into an agreement with Windermere Capital (Canada) Inc. to act as agent for and on behalf of the Company. The proceeds of the Offering combined with existing working capital will be used by Glen Eagle to conduct an exploration program on its recently optioned Lac Lisette phosphate property, to further its Autier Lithium project and for general working capital. At the closing of the Offering, the Agent shall receive a commission paid in cash equal to 8% of the gross proceeds raised under the Offering. In addition, the Agent shall receive non transferable warrants exercisable for a period of two (2) years from the date of closing to acquire such number of common shares of the Company as is equal to 8% of the aggregate number of Units issued under the Offering.

The offering is scheduled to close on or about April 30, 2011 and is subject to certain conditions including, but not limited to, the receipt of all necessary approvals including the approval of the TSX Venture Exchange. All securities issued pursuant to the Offering will be subject to a four month hold period from the date of closing of the Offering.

Reliance on subsection 7.1(2) of National Instrument 51-102

Not applicable

Omitted information

No information has been omitted

Executive Officer

The following is the name and business telephone number of an executive officer of the Company who is knowledgeable about the material change and this report.

Jean Labrecque (514) 938-4888

CEO

Date of report

March 31st, 2011

Mar 30, 2011 16:38 ET

Glen Eagle Resources Inc. Announces Private Placement

MONTREAL, QUEBEC--(Marketwire - March 30, 2011) - NOT FOR DISTRIBUTION TO UNITED STATES NEWSWIRE SERVICES OR FOR DISSEMINATION IN THE UNITED STATES.

Glen Eagle Resources Inc. (TSX VENTURE:GER) (the "Company") *announces that it has entered into an agreement, on a "best efforts" basis, to proceed with a private placement for gross proceeds of up to \$1.1 million (the "Offering"). The Offering consists of the issuance of a maximum of 5,500,000 units (the "Units") at a price of \$0.20 per Unit for maximum gross proceeds of \$1.1 million. Each Unit is comprised of one (1) common share and one (1) common share purchase warrant, each warrant entitling the holder to subscribe for one (1) common share at a price of \$0.35 per share for a period of two (2) years following the closing of the Offering. After four months and one day from the closing of this transaction, should the common shares of the Company close above \$0.60 for twenty consecutive days, the Company may force the exercise of the warrants within 30 days. The Company has entered into an agreement with Windermere Capital (Canada) Inc. to act as agent for and on behalf of the Company.*

The proceeds of the Offering combined with existing working capital will be used by Glen Eagle to conduct an exploration program on its recently optioned Lac Lisette phosphate property, to further its Autier Lithium project and for general working capital.

At the closing of the Offering, the Agent shall receive a commission paid in cash equal to 8% of the gross proceeds raised under the Offering. In addition, the Agent shall receive non transferable warrants exercisable for a period of two (2) years from the date of closing to acquire such number of common shares of the Company as is equal to 8% of the aggregate number of Units issued under the Offering.

The offering is scheduled to close on or about April 30, 2011 and is subject to certain conditions including, but not limited to, the receipt of all necessary approvals including the approval of the TSX Venture Exchange. All securities issued pursuant to the Offering will be subject to a four month hold period from the date of closing of the Offering.

This press release is not an offer or a solicitation of an offer of securities for sale in the United States. The securities have not been and will not be registered under the U.S. Securities Act of 1933, as amended, and may not be offered or sold in the United States absent registration or an applicable exemption from registration.

The common shares of Glen Eagle Resources Inc. are listed on the TSX Venture Exchange under the symbol "GER".

Neither the TSX Venture Exchange or its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.

For more information, please contact

Glen Eagle Resources Inc.

Jean Labrecque

President

514-938-4888

514-938-0644 (FAX)