FORM 51-102F3
Material Change Report

Item 1. **Name and Address of Company**

Eureka Resources Inc. ("Eureka" or the "Company")
Suite 1100 – 1111 Melville Street
Vancouver, BC
V6E 3V6

Item 2. **Date of Material Change**

November 14, 2016

Item 3. **News Release**

The News Release dated November 15, 2016 was disseminated via Canadian News Wire

Item 4. **Summary of Material Change**

Eureka announced it has signed an option agreement with Bullion Gold Resources Corp. (BGD-TSXV) ("Bullion"), whereby Eureka can earn up to a 100% interest in the Gold Creek project (the "Property"), located in the Cariboo Gold district, in central British Columbia.

Item 5.1 **Full Description of Material Change**

Eureka announced it has signed an option agreement with Bullion, whereby Eureka can earn up to a 100% interest in the Property, located in the Cariboo Gold district, in central British Columbia. The Property consists of 33 claims (9673.26 hectares) and is located 2 km north of the village of Likely, B.C. and 6 km northwest of the Spanish Mountain Deposit.

Eureka can earn up to a 100% interest in the Property for the following considerations:

Date	Work Commitment	Shares Issued	Interest Earned
On or before November 14, 2016	$30,000[(1)]	Nil	49%
On or before August 31, 2017	$50,000	50,000	26%
On or before August 31, 2018	$50,000	100,000	25%
Total	$130,000	150,000	100%

Eureka will also grant to Bullion a 1% net smelter royalty, half of which can be acquired by Eureka for $1,000,000.

The Property is accessed via a well-maintained all-weather road, 2 km north of Likely, which also provides access to the Spanish Mountain deposit and rural homesteads. The Spanish Mountain deposit (2) is reported to contain:

- Measured and Indicated Resource 138 MT at .49g/t Au and 0.64 g/t Ag (2.2 M oz AU and 2.8M oz. Ag)
- Inferred Resource 340 MT of 0.37g/t Au and 0.65 g/t Ag (4.0 M ounces Au and 7.1M Oz Ag

On the Gold Creek property, gold is believed of orogenic nature and values are contained in the same Mesozoic sedimentary package as at Spanish Mountain and the Company's FG property 45 km to the southeast. There are numerous soil anomalies on the property over a 12km strike length. Much of the property is covered by overburden and remains virtually unexplored. Drilling has been limited to percussion drilling in the 1980s, with anomalous values of gold up to 1.1g/t reported over a hole length of 1.5 meters.

The company plans a soil sampling program to commence immediately prior to the initial winter snow storms. The program is estimated to cost $25,000 and is to be part of the initial $30,000 spending obligation. Over the winter, the Company plans to review all existing property to formulate ongoing exploration plans for 2017.

Notes:

(1) Work to include Portable Acquisition credits to maximum allowed under BC regulation.

(2) Technical Report on an Updated Mineral Resource Estimate on the Spanish Mountain Gold Deposit by G.H. Giroux and A. Koffyberg dated April 25, 2014 and filed under Spanish Mountain Gold Ltd., on SEDAR May 7, 2014.

Item 5.2 Disclosure for Restructuring Transaction

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

The following Executive Officer of the Company is available to answer questions regarding this report:

Michael Sweatman, President & CEO, 604-449-2273

Item 9. Date of Report

November 24, 2016