

ROMIOS GOLD RESOURCES INC.
25 Adelaide Street East, Suite 1010
Toronto, Ontario, Canada
M5C 3A1

FILED VIA SEDAR

Ontario Securities Commission
20 Queen Street West, 19th Floor
Toronto, Ontario, M5H 3S8

TSX Venture Exchange
3rd Floor, 130 King Street West
Toronto, Ontario, M5X 1E5

Attention: Continuous Disclosure

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Alberta Securities Commission
#600, 250 - 5th Avenue SW
Calgary, Alberta, T2P 0R4

British Columbia Securities Commission
12th Floor, Pacific Centre
701 W. Georgia St., Vancouver, B.C., V7Y 1L2

Attention: Continuous Disclosure

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Dear Sirs/Mesdames:

Re: Material Change Report
Form 51-102F3

1. The name of the reporting issuer is **Romios Gold Resources Inc.** (“Romios” or the “Company”), whose principal office is at 25 Adelaide Street East, Suite 1010, Toronto, Ontario M5C 3A1.
2. The material change occurred on August 9, 2011.
3. A Press Release was published at Toronto on August 10, 2011 on the Marketwire - TSX Venture Disclosure Wire.
4. Further to its press release of July 28, 2011, Romios announced that it had placed a further 1,355,384 working capital units (“**WC Units**”) priced at \$0.52 per WC Unit for gross proceeds of \$704,799.68. Each WC Unit consists of one (1) common share of the Company and one (1) share purchase warrant (a “**WC Warrant**”). Each WC Warrant entitles the holder to acquire an additional common share at \$1.00 per share until the earlier of: (i) the date which is twelve (12) months following the Closing Date; and (ii) in the event that that the closing price of the common shares on the TSX Venture Exchange is at least \$1.25 for ten (10) consecutive trading days, and the 10th trading day (the “**Final Trading Day**”) is at least four (4) months from the Closing Date, the date which is thirty (30) days from the Final Trading Day. Cash finders fees of \$43,875.98 were paid in respect of the final closing of the offering.

Securities issued pursuant to the above referenced private placement are legended and restricted from trading until December 10, 2011.

The funds will be used for exploration on the Company’s properties and for working

capital.

5. The report is not being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102.
6. No information has been omitted because it is believed it should remain confidential.
7. Mr. Tom Drivas, President and a director, may be contacted at 416-221-4124 concerning this report.
8. The foregoing accurately discloses the material changes referred to herein.

DATED at Toronto, Ontario this 19th day of August, 2011.

ROMIOS GOLD RESOURCES INC.

“William R. Johnstone”

Per:

WILLIAM R. JOHNSTONE
Corporate Secretary