

**BC FORM 51-102F3**  
*Material Change Report*

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

State the full name and address of your company and the address of its principal office in Canada.

***TERYL RESOURCES CORP.**  
#240 – 11780 Hammersmith Way  
Richmond, BC V7A 5E9  
Phone: (604) 278-5996*

**Item 2. Date of Material Change**

State the date of the material change.

*October 8, 2015*

**Item 3. News Release**

State the date and method(s) of dissemination of the news release issued under section 7.1 of National Instrument 51-102.

*October 8, 2015*

*The press release relating to this material change was distributed and filed by, Marketnews Publishing, Inc. and Stockwatch on October 8, 2015.*

**Item 4. Summary of Material Change**

Provide a brief but accurate summary of the nature and substance of the material change.

*The Company confirmed that, effective October 6, 2015, the TSX Venture Exchange (“the Exchange”) has suspended trading in the Company as a result of a Cease Trade Order (“CTO”) issued by the British Columbia Securities Commission.*

**Item 5. Full Description of Material Change**

Supplement the summary required under Item 4 with the disclosure that should be sufficient disclosure to enable a reader to appreciate the significance and impact of the material change without having to refer to other material. Management is in the best position to determine what facts are significant and must disclose those facts in a meaningful manner. See also Item 7.

Some examples of significant facts relating to the material change include: dates, parties, terms and conditions, description of any assets, liabilities or capital affected, purpose, financial or dollar values, reasons for the change, and a general comment on the probable impact on the issuer or its subsidiaries. Specific financial forecasts would not normally be required.

Other additional disclosure may be appropriate depending on the particular situation.

*For a full description of the material change, see Schedule “A”.*

**Item 6. Reliance on subsection 7.1(2) of National Instrument 51-102**

If this report is being filed on a confidential basis in reliance on subsection 7.1(2) of National Instrument 51-102, state the reasons for that reliance.

*Not applicable.*

Instruction:

Refer to subsections 7.1(5) and (7) of National Instrument 51-102 concerning continuing obligations in respect of reports filed under subsection 7.1(2) of National Instrument 51-102.

**Item 7. Omitted Information**

State whether any information has been omitted on the basis that it is confidential information.

In a separate letter to the applicable regulator or securities regulatory authority marked "Confidential" provide the reasons for your company's omission of confidential significant facts in the Report in sufficient detail to permit the applicable regulatory or securities regulatory authority to determine whether to exercise its discretion to allow the omission of these significant facts.

*Not applicable.*

Instruction:

In certain circumstances where a material change has occurred and a material change report has been or is about to be filed but section 85 of the Act will no longer or will not be relied upon, a reporting issuer may nevertheless believe one or more significant facts otherwise required to be disclosed in the material change report should remain confidential and not be disclosed or not be disclosed in full detail in the material change report.

**Item 8. Executive Officer**

Give the name and business telephone number of an executive officer of your company who is knowledgeable about the material change and the Report, or an officer through whom the executive officer may be contacted.

*John G. Robertson  
President  
(604) 278-5996*

**Item 9. Date of Report**

*DATED at Richmond, British Columbia this 16<sup>th</sup> day of October, 2015.*

***TERYL RESOURCES CORP.***

Per: *"John Robertson"*  
*(Authorized Signatory)*

*John Robertson, President*  
*(Print name and title)*

# TERYL RESOURCES CORP.

#240 – 11780 Hammersmith Way  
Richmond, BC V7A 5E9  
Phone: 604-278-5996 Fax: 604-278-3409  
[www.terylresources.com](http://www.terylresources.com)

## NEWS RELEASE

Teryl Resources Corp.  
(the "Company")

TSX Venture Exchange: TRC.V  
OTCBB: TRYLF

### AMENDED NEWS RELEASE - TERYL CONFIRMS SUSPENSION OF TRADING BY TSX VENTURE EXCHANGE

For Immediate Release: October 8, 2015. Vancouver, BC – Teryl Resources Corp. (TSX Venture Exchange: TRC.V, OTCBB: TRYLF) (the "*Company*" or "*Teryl*") confirms that, effective October 6, 2015, the TSX Venture Exchange ("the Exchange") has suspended trading in the Company as a result of a Cease Trade Order ("CTO") issued by the British Columbia Securities Commission.

This suspension of trading by the Exchange is a direct result of the Company's delayed filing of its Year End 2015 financials.

Reinstatement to trading can only occur when the CTO is revoked and the Exchange has concluded its reinstatement review to ensure that the Company has satisfactorily complied with Exchange requirements.

#### **ABOUT TERYL RESOURCES**

Teryl Resources Corp. symbol TRC.V TSX Venture – has several gold prospects in Alaska near the Kinross Fort Knox Mine, a 10% net profit interest in the Stepovich claims. A 100% interest in the Westridge property and a 50% option on the Fish Creek property, adjacent to the Gil property. Teryl sold its 20% interest in the Gil property in Fairbanks, Alaska to Fairbanks Gold Mining Corp. to date \$2.5 million dollars has been received and an additional \$1.5 million payment upon production; \$15 million (less advanced payments) from the 1% NSR of the property, thereafter Teryl retains a ½ of 1% royalty for the life of the mine. Teryl owns a 30% working interest and a 10% NPI interest in the Silverknife property, a silver/lead/zinc prospect located in Northern B.C. adjacent to Silvercorp's silver/lead/zinc discovery. Teryl has a small revenue interest in three producing oil and gas wells in Texas with Anadarko Petroleum as the operator. See [www.terylresources.com](http://www.terylresources.com) website for more detailed information.

ON BEHALF OF THE BOARD OF DIRECTORS

*"John Robertson"*

John Robertson President

#### **Press Release contact information:**

John Robertson President, Teryl Resources Corp.  
T: 604-278-5996  
<http://www.terylresources.com>

## READER ADVISORY

*This news release may contain certain forward-looking statements, including management's assessment of future plans and operations, and capital expenditures and the timing thereof, that involve substantial known and unknown risks and uncertainties, certain of which are beyond the Company's control. There can be no assurance that such statements will prove accurate, and actual results and developments are likely to differ, in some case materially, from those expressed or implied by the forward-looking statements contained in this press release. Readers of this press release are cautioned not to place undue reliance on any such forward-looking statements.*

*Forward-looking statements contained in this press release are based on a number of assumptions that may prove to be incorrect, including, but not limited to: timely implementation of anticipated drilling and exploration programs; the successful completion of new development projects, planned expansions or other projects within the timelines anticipated; the accuracy of reserve and resource estimates, if any, grades, mine life and cash cost estimates; whether mineral resources can be developed; title to mineral properties; financing requirements; changes in laws, rules and regulations applicable to Teryl, and changes in how they are interpreted and enforced, delays resulting from or inability to obtain required regulatory approvals and ability to access sufficient capital from internal and external sources, the impact of general economic conditions in Canada, and the United States, industry conditions, increased competition, the lack of availability of qualified personnel or management, fluctuations in foreign exchange, stock market volatility and market valuations of companies with respect to announced transactions. The Company's actual results, performance or achievements could differ materially from those expressed in, or implied by, these forward-looking statements, including those described in the Company's Financial Statements, Management Discussion and Analysis and Material Change Reports filed with the Canadian Securities Administrators and available at [www.sedar.com](http://www.sedar.com), and the Company's 20-F annual report filed with the United States Securities and Exchange Commission at [www.sec.gov](http://www.sec.gov). Accordingly, no assurances can be given that any of the events anticipated by the forward-looking statements will transpire or occur, or if any of them do so, what benefits, including the amount of proceeds, that the Company will derive therefrom.*

*Readers are cautioned that the foregoing list of factors is not exhaustive. All subsequent forward-looking statements, whether written or oral, attributable to the Company or persons acting on its behalf are expressly qualified in their entirety by these cautionary statements. Furthermore, the forward-looking statements contained in this news release are made as at the date of this news release and the Company does not undertake any obligation to update publicly or to revise any of the included forward-looking statements, whether as a result of new information, future events or otherwise, except as may be required by applicable securities laws.*

*This news release does not constitute an offer to sell or a solicitation of an offer to buy any of the securities in the United States. The securities of the Company have not been registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act") or any state securities laws and may not be offered or sold within the United States or to U.S. Persons unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available.*

*Neither TSX Venture Exchange nor 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.*