

**Form 51-102F3**  
**MATERIAL CHANGE REPORT**

**Item 1. Name and Address of Reporting Issuer**

Papuan Precious Metals Corp.  
Suite 700 – 1620 Dickson Avenue  
Kelowna, BC V1Y 9Y2

**Item 2. Date of Material Change**

March 16, 2011

**Item 3. News Release**

A news release announcing the material change referred to in this report was issued on March 16, 2011 via Marketwire.

**Item 4. Summary of Material Changes**

Fission Energy Corp. announced that it has closed its private placement of 15,600,000 common share units raising \$7,020,000.

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

*5.1 – Full Description of Material Change*

**Papuan Precious Metals Corp. (the “Company”) is pleased to announce that the non-brokered private placement announced February 7, 2011 has closed and the Company raised a total of \$7,020,000 from the sale of 15,600,000 common share units.**

**The units were sold at \$0.45 per unit and each unit consisted of one common share and one-half of one common share purchase warrant exercisable at \$0.55 with an expiry date of September 11, 2012.**

**If the closing price of the Company’s common shares on the TSX Venture Exchange is greater than \$1.00 per share for a period of 10 consecutive trading days at any time after July 10, 2011 the Company may accelerate the expiry date of the Warrants by giving notice to the holders thereof whereupon the Warrants will expire on the 30th day after such notice.**

**The Company has paid Finders a fee equal to 7.0% of the amount of units sold to investors located and the Finders have been issued compensation warrants to purchase that number of common shares equal to 7.0% of the number of Units sold to such investors. Each compensation warrant is exercisable to purchase one common share of the Corporation at \$0.55 until March 9, 2012.**

**The shares and warrants will be subject to resale restrictions for a period of four months.**

**The net proceeds from the sale of the units will be used to advance the development of the Company's properties, for potential acquisitions and for general working capital.**

*5.2 – Disclosure of Restructuring Transactions*

Not applicable.

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

Not applicable.

**Item 7. Omitted Information**

No information has been omitted on the basis that it is confidential information.

**Item 8. Executive Officer**

For further information, please contact Greg Downey, CFO at 250.979.7022.

**Item 9 Date of Report**

March 18th, 2011