GARRISON INTERNATIONAL LTD.

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1 <u>Name and Address of Company</u>

GARRISON INTERNATIONAL LTD., 130 Adelaide St. West, Suite 2700, Toronto, Ontario, Canada, M5H 3P5.

Item 2 <u>Date of Material Change</u>

December 12, 2007.

Item 3 <u>News Release</u>

The Press Release was disseminated on December 11, 2007 via Marketwire, Toronto, Ontario.

Item 4 <u>Summary of Material Change</u>

For further information, attached hereto is a copy of the Press Release.

Item 5 <u>Full Description of Material Change</u>

For further information, attached hereto is a copy of the Press Release.

Item 6 <u>Reliance on subsection 7.1(2) or (3) of National Instrument 51-102</u>

Confidentiality is not requested.

Item 7 <u>Omitted Information</u>

No information has been omitted in respect of the material change.

Item 8 <u>Executive Officer</u>

Blair Krueger, President & CEO (416) 521-8150.

Item 9 Date of Report

December 11, 2007

GARRISON INTERNATIONAL LTD.
TSX VENTURE: GAU

NEWS RELEASE
December 11, 2007
GAU – TSX-V
Shares Outstanding – 63,438,057

GARRISON INTERNATIONAL LTD. ANNOUNCES PRIVATE PLACEMENT OF COMMON SHARE UNITS

Toronto, Ontario Tuesday, December 11, 2007

Garrison International Ltd. (GAU: TSX-V) (the "**Company**") is pleased to announce that it will be completing its first tranche of a private placement in the total amount of $230,000 (gross proceeds). This portion of the private placement is expected to close on or about Wednesday, December 12, 2007. The Company may complete an additional closing for up to $45,000.

The Company previously announced its intention to complete this private placement through a press release on October 30, 2007. The common share units to be sold in this private placement are priced at $0.10 per unit, with each unit being comprised of (a) one common share of the Company and (b) warrant exercisable for one common share of the Company at an exercise price of $0.14 per common share, the warrant remaining exercisable for a period of two years from the date of issue.

All securities issued in connection with this financing will be subject to a hold period of four months plus one day from the closing date.

In its press release of October 30, 2007, the Company announced its intention to raise a minimum of $500,000. The Company has nonetheless determined to close this first tranche of the private placement for $230,000, all of which funds will be used by the Company to conduct further exploration work on its properties in Mongolia, as well as for working capital and other general corporate purposes.

Regenesis Capital Management Inc. ("**Regenesis**") is acting as agent for this private placement. Under the terms of its arrangement with Regenesis and consistent the Company's press release of October 30, 2007, the Company will pay Regenesis a 10% commission on the amount raised (which sum Regenesis has elected to receive in cash), plus warrants exercisable for a number of common shares equal to 10% of the number of common share units placed, the warrants being exercisable at a price of $0.14 per share for a period of two years from the date of issue.

About the Company

Garrison is a junior mineral exploration company focused on acquiring and developing advanced stage gold properties in Mongolia. For complete details on Garrison International Ltd. and its partners, management encourages investors and interested parties to view its public documents filed on SEDAR at www.sedar.com.

For all Garrison International Ltd. investor relations needs, investors are asked to visit the Garrison International IR Hub at http://www.agoracom.com/ir/garrison where they can post questions and receive answers within the same day, or simply review questions and answers posted by other investors. Alternatively, investors are able to e-mail all questions and correspondence to gau@agoracom.com where they can also request addition to the investor e-mail list to receive all future press releases and updates in real time.

CAUTIONARY STATEMENT

The TSX Venture Exchange does not accept responsibility for the adequacy or accuracy of this release. No stock exchange, securities commission or other regulatory authority has approved or disapproved the information contained herein. All statements, other than statements of historical fact, in this news release are forward-looking statements that involve various risks and uncertainties, including, without limitation, statements regarding the future plans and objectives of Garrison International Ltd. There can be no assurance that such statements will prove to be accurate. Actual results and future events could differ materially from those anticipated in such statements. These and all subsequent written and oral forward-looking statements are based on the estimates and opinions of management on the dates they are made and are expressly qualified in their entirety by this notice. Garrison International Ltd. assumes no obligation to update forward-looking statements should circumstances or management's estimates or opinions change.

For more information contact:

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www.garrison-intl.com