GARRISON INTERNATIONAL LTD.

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

GARRISION INTERNATIONAL LTD., 360 Bay Street, Suite 500, Toronto, ON M5H 2V6

Item 2 Date of Material Change

February 17, 2011.

Item 3 News Release

The Press Release was disseminated on February 17, 2011 via Marketwire.

Item 4 Summary of Material Change

Please see the Press Release attached hereto.

Item 5 Full Description of Material Change

Please see the Press Release attached hereto.

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

Confidentiality is not requested.

Item 7 Omitted Information

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

Item 8 Executive Officer

Blair Krueger, President.

Item 9 Date of Report

February 17, 2011.

GARRISON INTERNATIONAL LTD.
TSX VENTURE: GAU

NEWS RELEASE

February 17, 2011

GAU – TSX-V

Shares Outstanding – 104,681,406

UPDATE REGARDING DEBENTURES

Toronto, Ontario - February 17, 2011 - Garrison International Ltd. (GAU: TSX-V) ("Garrison") reports that it has received notices from holders of debentures having a principal amount outstanding of $1,475,000 that they consider Garrison to have defaulted on its obligations on those debentures. These debenture-holders have demanded repayment of all principal and interest due under the debentures.

The debentures were originally issued as part of a secured debt financing in December 2009 and February 2010. Debentures having a principal amount of $3,000,000 were issued in the financing, all bearing interest at 10% per annum, with interest payable semi-annually (on June 30 and December 31).

Garrison failed to make the most recent interest payment of $150,000, and has now received default notices from holders of approximately half of the secured debt.

Garrison continues to work towards making the interest payment that is now past due and otherwise returning these debentures to good standing. Management is currently negotiating with representatives of certain of the debenture-holders who have delivered default notices, and is optimistic that it will soon reach an acceptable solution to resolve this matter. In addition, management continues to pursue other corporate financing transactions to ensure that future interest and principal payments are made when due, or that would otherwise result in the debentures being retired.

About Garrison

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.

CAUTIONARY STATEMENT

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. No stock exchange, securities commission or other regulatory authority has approved or disapproved the information contained herein. All statements in this news release, other than statements of historical fact, 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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