

MATERIAL CHANGE REPORT

To: British Columbia Securities Commission
Alberta Securities Commission
TSX Venture Exchange

Item 1. Name and Address of Company – Bullion Gold Resources Corp. (TSX-V: TIX), #2270 -1055 West Georgia Street, Vancouver, BC V6E 3P3

Item 2. Date of Material Change – December 27, 2012.

Item 3. News Release – News Release issued December 27, 2012 at Vancouver, BC.

Item 4. Summary of Material Change – Bullion Gold Resources Corp. (TSX-V: TIX) (the “Company”) announces it has closed its non-brokered private placement and raised \$83,000 through the issuance of 1,660,000 units.

Item 5. Full Description of Material Change – Bullion Gold Resources Corp. (TSX-V: TIX) (the “Company”) announces it has closed its non-brokered private placement and raised \$83,000 through the issuance of 1,660,000 units of the Company at a price of \$0.05 per non-flow through unit (a “NFT Unit”). Each NFT Unit consists of one common share and one non-transferable common share purchase warrant. Each warrant entitles the holder to purchase one common share at an exercise price of \$0.10 for two years, expiring on December 28, 2014.

In aggregate, finder’s fees of \$2,500 were paid to PI Financial Corp. All securities issued under the Offering are subject to a four-month hold period expiring April 28, 2013. The proceeds from the issuance of the NFT Units shall be used for general working capital. Mr. Severs reports that these funds will allow the Company to move forward with a comprehensive plan to ensure that exploration work in the Spring of 2013 will bring significant value to the Company.

“During the funding process the Company made new inroads which will enhance the value of Bullion Gold for years to come. Management remains very positive regarding the Company’s future and is looking forward to a very positive 2013 for the Company and its shareholders”, reports Mr. Severs.

Item 6. Reliance on Section 7.1(2) or (3) of National Instrument 51-102 – Not applicable.

Item 7. Omitted Information – The undersigned is aware of no information of a material nature that has been omitted.

Item 8. Executive Officer – Mr. Terry Severs, President & CEO of the Issuer, is knowledgeable about the material change and this report. He can be contacted at (604) 558-1607.

Item 9. Date of Report – Dated December 27, 2012 at Vancouver, British Columbia.