

FORM 51-102F3

MATERIAL CHANGE REPORT

ITEM 1 REPORTING ISSUER

JIULIAN RESOURCES INC.
("Jiulian" or the "Company")
Suite 900 – 595 Howe Street
Vancouver, BC V6C 2T5

ITEM 2 DATE OF MATERIAL CHANGE

July 2, 2014 and August 5, 2014

ITEM 3 PRESS RELEASES

Issued August 11, 2014 at Vancouver, BC

ITEM 4 SUMMARY OF MATERIAL CHANGE

1. Dr. Max Baker resigned as a director of the Company, effective July 2, 2014;
2. Thea Koshman was appointed as a director of the Company, effective August 5, 2014;
and
3. The Company's articles were amended implementing Advance Notice Provisions.

ITEM 5 FULL DESCRIPTION OF MATERIAL CHANGE

5.1 Full Description of Material Change

The material change is fully described in the Company's News Release of August 11, 2014 attached hereto and as filed on SEDAR.

5.2 Disclosure for Restructuring Transactions

Not applicable.

ITEM 6 RELIANCE ON SUBSECTION 7.1(2) OR (3) OF NATIONAL INSTRUMENT 51-102

Not applicable.

ITEM 7 OMITTED INFORMATION

Not applicable.

ITEM 8 EXECUTIVE OFFICER

X. Charlie Cheng, Chief Executive Officer, Director at (778) 239-0127

ITEM 9 DATE OF REPORT

August 11, 2014



Julian Announces Results of AGSM and New Director

August 11, 2014 - Julian Resources Inc. (“Julian” or the “Company”) (TSX-V: JLR) announces that shareholders approved all resolutions put before them at its Annual General and Special Meeting of Shareholders held on August 5, 2014, at the Company’s offices in Vancouver, British Columbia. At the meeting shareholders voted to elect Messrs. Xiaolin (Charlie) Cheng, Yingbin Ian He, Paul Sorbara and Nanmao Su as directors for the ensuing year; to reappoint James Stafford, Inc. as the Company’s auditors for the ensuing year and authorized the directors to fix the auditor’s remuneration; and also approved the Company’s 2014 Stock Option Plan which is still subject to TSX Venture Exchange (“TSX-V”) approval. The shareholders also voted to adopt a new form of Articles which will provide the Company with greater flexibility for future corporate activities. For more information on these matters, please refer to Julian’s information circular, available on SEDAR (www.sedar.com) or on the Company’s website (www.jiulianresources.com).

The main change from the Company’s existing articles is the inclusion of the advance notice policy (the “Advance Notice Policy”). The purpose of the Advance Notice Policy is to provide a clear process for the shareholders, directors and management to follow when nominating directors of the Company. Such a policy will ensure that shareholders receive adequate notice of director nominations and sufficient information regarding all director nominees and allow shareholders to register an informed vote after having been afforded reasonable time for appropriate deliberation.

The Advance Notice Policy includes, among other things, a provision that requires advance notice be given to the Company in circumstances where nominations of persons for election to the Board are made by shareholders of the Company other than pursuant to: (i) a requisition of a meeting made pursuant to the provisions of the *Business Corporations Act* (British Columbia); or (ii) a shareholder proposal made pursuant to the provisions of the Act.

Additionally, the Advance Notice Policy sets a deadline by which holders of record of common shares of the Company must submit director nominations to the Company prior to any annual or special meeting of shareholders, sets forth the information that a shareholder must include in the notice to the Company, and establishes the form in which the shareholder must submit the notice for that notice to be in proper written form.

In the case of an annual meeting of shareholders, notice to the Company must be made not less than 30 days and not more than 65 days prior to the date of the annual meeting. However, in the event that the annual meeting is to be held on a date that is less than 50 days after the date on which the first public announcement of the date of the annual meeting was made, notice may be made not later than the close of business on the tenth day following such public announcement.

In the case of a special meeting of shareholders (which is not also an annual meeting) notice to the Company must be made not later than the close of business on the 15th day following the day on which the first public announcement of the date of the special meeting was made.

The full description of the Advance Notice Policy is available under the Company's profile on SEDAR at www.sedar.com.

Julian announces it has appointed Thea Koshman as a director of the Company, effective August 5, 2014. Ms. Koshman obtained a bachelor of laws from York University's Osgoode Hall Law School in 1987

and a bachelor of arts (honours) degree from York University in 1984. She is an experienced securities, corporate finance and business lawyer, and is a member of the Law Society of British Columbia. Ms. Koshman has held the positions of corporate secretary and/or corporate counsel for various public companies in a number of industries. She is currently a director of Huaxing Machinery Corp. and Durango Resources Inc., both listed on the TSX-V. In her capacities as lawyer and as corporate counsel, she has provided securities, corporate governance and general business law advice and guidance to junior mining issuers and other public companies for 26 years.

Charlie Cheng, President and CEO of the Company states, “the Board would like to thank the shareholders for their ongoing patience and support, and also wish to thank Dr. Baker, who resigned on July 2, 2014, for his many years of service as a Director of the Company.”

About Jiulian Resources Inc.

Jiulian is a junior exploration public company based in Vancouver, BC engaged in the acquisition and exploration of mineral properties that have potential of containing metals with strong market demand. The Company’s management team consists of an experienced geologist, mining engineer, accountant and businessman who have proven successful records.

To find out more about Jiulian, please visit our website at www.jiulianresources.com or contact:

Charlie Cheng, President, CEO and Director of the Company at 778-239-0127 or by email: office@jiulianresources.com.

On Behalf of the Board of Directors of

Jiulian Resources Inc.

“Charlie Cheng”

Charlie Cheng
President, CEO and Director

This news release was prepared by management of Jiulian, which takes full responsibility for its contents. Neither the 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