

MATERIAL CHANGE REPORT

ITEM 1. NAME AND ADDRESS OF COMPANY

NMC Resource Corporation
(the "Company")
Suite 500, 666 Burrard Street
Vancouver, BC V6C 3P6

ITEM 2. DATE OF MATERIAL CHANGE

January 11, 2012

ITEM 3. NEWS RELEASE

A News Release dated and issued on January 11, 2012

ITEM 4. SUMMARY OF MATERIAL CHANGE

NMC RESOURCE (TSX-V: NRC) CLOSING PRIVATE PLACEMENT; see attached news release dated January 11, 2012

ITEM 5.1 FULL DESCRIPTION OF MATERIAL CHANGE

See attached news release dated January 11, 2012

ITEM 5.2 DISCLOSURE FOR RESTRUCTURING TRANSACTIONS

Not applicable

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

Not applicable

ITEM 7. OMITTED INFORMATION

Not applicable

ITEM 8. EXECUTIVE OFFICER

Contact: Tristin R. Lee; Corporate Secretary
Telephone: (604) 637-1758

ITEM 9. DATE OF REPORT

DATED at Vancouver, British Columbia, on January 11, 2012



NMC RESOURCE (TSX-V: NRC) CLOSSES PRIVATE PLACEMENT

January 11, 2012 – **NMC Resource Corporation (TSX-V: NRC)** (“**NMC Resource**”) is pleased to announce that further to its news release dated January 4, 2012, NMC Resource has completed its non-brokered private placement (the “**Offering**”) of 1,000,000 units (each, a “**Unit**” and collectively, the “**Units**”) in the capital of NMC Resource at a price of \$0.50 per Unit for aggregate proceeds of \$500,000. The Offering was approved by the TSX Venture Exchange on January 9, 2012.

Each Unit consists of one common share (each, a “**Share**” and collectively, the “**Shares**”) in the capital of NMC Resource and one half of one common share purchase warrant (each, a “**Warrant**” and collectively, the “**Warrants**”) in the capital of NMC Resource. Each whole Warrant entitles the holder thereof to purchase one additional Share (each, a “**Warrant Share**” and collectively, the “**Warrant Shares**”) in the capital of NMC Resource at a price of \$1.00 per Warrant Share, at any time from the date of issue of the Warrants for a period of two years.

The total of 1,000,000 Shares, 500,000 Warrants and 500,000 Warrant Shares issued pursuant to the Offering are subject to a hold period expiring on May 10, 2012.

The proceeds of this Offering will be used for the purpose of working capital

About NMC Resource Corporation

NMC Resource Corporation (TSX-V: NRC) is a mining company with two molybdenum assets: NMC Moland Mine (“Moland”) in South Korea and Boss Mountain Mine (“Boss Mountain”) in British Columbia, Canada. Moland started commercial production in April 2010 and has been operating with a positive operating cash flow since. A new technical report was filed in December 2011 with an updated resource, and an active resource expansion drill program continues at Moland. Resource expansion drilling program requiring deep drill holes has been sponsored by KORES (Korea Resources Corporation, a state-owned mining company). As a sole producer of high grade molybdenum in South Korea, NMC Resource is also examining a number of marketing and production strategies to further enhance the mine's economics. Boss Mountain is a past molybdenum producer. NMC Resource is currently assessing historic resource data from 247 drill holes completed by the last mine operator Noranda Mines Ltd.

On behalf of the board of
NMC RESOURCE CORPORATION

Per: “*Do Hyung Kim*”
Do Hyung Kim; President, Chief Executive Officer and Director

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Forward-Looking Statements: This news release includes certain forward-looking information and forward-looking statements (collectively "Forward-Looking Statements") concerning the future performance of the Company's business, operations and financial performance and condition, as well as management's objectives, strategies, beliefs and intentions. Specifically, this news release includes Forward-Looking Statements that an active resource expansion drill program continues at Moland and NMC Resource is also examining a number of marketing and production strategies to further enhance the mine's economics. Forward-Looking Statements are frequently identified by such words as "may", "will", "plan", "expect", "anticipate", "estimate", "intend" and similar words referring to future events and results. Forward-Looking Statements are based on the current opinions and expectations of management. All Forward-Looking Statements are inherently uncertain and subject to a variety of risks and uncertainties, including the speculative nature of mineral exploration and development generally and specifically in respect of the interpretation of the geology, continuity, grade and size of mineral deposits, unanticipated operational or technical difficulties, fluctuating commodity prices, competitive risks and the availability of financing, changes in laws or regulations, changes in the financial markets and changes in general economic conditions, as described in more detail in our recent securities filings available at www.sedar.com. Such Forward-Looking Statements are based on a number of assumptions, including but not limited to the level and volatility of the price of molybdenum, the availability of financing, the accuracy of reserve and resource estimates and the assumptions on which those estimates are based and the ability to achieve and maintain certain operational efficiencies. Should one or more risks and uncertainties materialize or should any assumptions prove incorrect, then actual events or results may differ materially from those expressed or implied in the Forward Looking-Statements and we caution against placing undue reliance thereon. We assume no obligation to revise or update these Forward-Looking Statements, except as required by applicable law.