# FORM 51-102F3
# MATERIAL CHANGE REPORT

**Item 1 Name and Address of Company**

Falco Pacific Resource Group Inc.
409 - 1080 Mainland Street
Vancouver, BC V6B 2T4

(the "Company")

**Item 2 Date of Material Change**

January 21, 2014

**Item 3 News Release**

The news release was disseminated on January 21, 2014 through the facilities of Marketwire Canada.

**Item 4 Summary of Material Change**

The Company advised that they had retained the services of Paul-Henri Girard as Senior Mining Advisor to oversee the advancement of the next phase of the Horne Mine Complex project which includes the Horne 5 Deposit.

The Company is also currently in the final stages of preparation of the maiden NI43-101 resource for the Horne 5 Deposit, which represents the largest, partially developed gold deposit in the southern portion of the Abitibi greenstone belt.

**Item 5 Full Description of Material Change**

**5.1 Full Description of Material Change**

Please see attached news release dated January 21, 2014.

**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**

For further information, contact:

Kelly Klatik
President & CEO
Telephone: 604-732-5840

**Item 9 Date of Report**

January 24, 2014.

| For Immediate Release | NR 14-02 |
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# FALCO PACIFIC RETAINS THE SERVICES OF PAUL-HENRI GIRARD FORMER AGNICO EAGLE VP CANADA AS SENIOR MINING ADVISOR

**(Vancouver, BC, January 21, 2014)** Falco Pacific Resource Group Inc. ("Falco Pacific" or the "Company") (TSXV:FPC) is pleased to advise that they have retained the services of Paul-Henri Girard as Senior Mining Advisor to oversee the advancement of the next phase of the Horne Mine Complex project which includes the Horne 5 Deposit. Mr. Girard brings to Falco over 30 years of experience in mine development and production.

Mr. Girard was most recently Vice-President of Canadian Operations for Agnico Eagle Mines Limited ("Agnico"). During his 25 years at Agnico, Mr. Girard was instrumental in the development of its flagship LaRonde mine and in the advancement of the Goldex and Lapa mines in Quebec. Mr. Girard was an integral part of a successful senior management team that oversaw the growth of Agnico from 400 employees to over 4,000 at the time of his retirement. Mr. Girard's directive includes the review and analysis of all technical information and infrastructure requirements and helping develop a next step strategy for the Horne 5 Deposit.

"We are extremely pleased to have a mining engineer of Mr. Girard's experience and procedural abilities oversee the next phase for Horne", said Kelly Klatik, President and CEO of Falco Pacific. "His proven success in developing similar deposits throughout this region of Quebec lends itself perfectly to what the Company is striving to deliver with Horne 5."

Falco Pacific is currently in the final stages of preparation of the maiden NI43-101 resource for the Horne 5 Deposit, which represents the largest, partially developed gold deposit in the southern portion of the Abitibi greenstone belt. Horne 5 is one of a number of known zones of gold and gold-base metal mineralization, which forms the Horne Mine Complex, centered around the former producing Horne copper-gold deposit. The initial NI43-101 resource estimate for the Horne 5 Deposit is anticipated to be delivered first quarter of 2014 and the Company has already begun the process of compiling the data to allow the incorporation of a number of other nearby zones/deposits into the resource model for the Horne Mine Complex. Falco has currently inputted in excess of 10,000 historical drill holes into the new resource model.

**About Falco Pacific Resource Group**
Founded in 2012 with the acquisition of the 728 square kilometre Rouyn Noranda Project in Quebec, Falco Pacific is led by a veteran exploration team and is focussed on the evaluation of precious and base metal targets in one of the world's great mining camps.

For more information, please go to www.falcopacific.com.

On behalf of the Board of Directors of

FALCO PACIFIC RESOURCE GROUP

"Kelly Klatik"

President and CEO

For further information contact:

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This news release contains forward-looking statements and forward-looking information (together, "forward-looking statements") within the meaning of applicable securities laws and the United States Private Securities Litigation Reform Act of 1995. Forward-looking statements include terms of the transaction, including acquisition costs, shares to be issued and approval of the TSX Venture Exchange and future plans. Forward-looking statements involve risks, uncertainties and other factors that could cause actual results, performance, prospects and opportunities to differ materially from those expressed or implied by such forward-looking statements. Factors that could cause actual results to differ materially from these forward-looking statements include those risks set out in the Company's public documents filed on SEDAR at www.sedar.com. Although the Company believes that the assumptions and factors used in preparing the forward-looking statements are reasonable, undue reliance should not be placed on these statements, which only apply as of the date of this news release, and no assurance can be given that such events will occur in the disclosed times frames or at all. Except where required by law, the Company disclaims any intention or obligation to update or revise any forward-looking statement, whether as a result of new information, future events or otherwise.

This news release contains information with respect to adjacent or similar mineral properties in respect of which the Company has no interest or rights to explore or mine. Readers are cautioned that the Company has not interest in or right to acquire any interest in any such properties, and that mineral deposits on adjacent or similar properties are not indicative of mineral deposits on the Company's properties.