

**Form 51-102F3**

***Material Change Report***

**Item 1: Name and address of Company**

Deer Horn Metals Inc.  
#202 4840 Delta Street,  
Delta. B.C. V4K 2T6

**Item 2: Date of Material Change**

May 3, 2013

**Item 3: News Release**

The News release was disseminated on July May 3, 2013 by way of the facilities of Filing Services Canada. Copies were forwarded to the British Columbia Securities Commission, Alberta Securities Commission via SEDAR.

**Item 4: Summary of Material Change**

The company has earned its 50% option on the Deer Horn property.

**Item 5: Full Description of Material Change**

**5.1 Full Description of Material Change**

Deer Horn Metals Inc. (TSX - VEN: DHM) has earned a 50% interest in the Deer Horn property by way of fulfilling its obligation for expenditures under the terms of the option agreement. Deer Horn can earn an additional 25% interest by taking the property to commercial production.

**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**

Tyrone Docherty  
President and CEO  
Telephone: 604 952 7221  
Fax: 604 952 7223

**Item 9: Date of Report**

May 3, 2013