

**FORM 51-102F3**  
**MATERIAL CHANGE REPORT**

**Item 1. Name and Address of Company**

Deer Horn Metals Inc.  
140 – 1440 Garden Place  
Delta, BC V4M 3Z2

**Item 2. Date of Material Change**

August 15, 2013

**Item 3. News Release**

A News Release dated and issued August 15, 2013 at Vancouver, British Columbia, through the facilities of Filing Services Canada and SEDAR.

**Item 4. Summary of Material Change**

See news release, a copy of which is attached hereto.

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

See news release, a copy of which is attached hereto.

**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 & CEO  
Telephone: 604.952.7221  
Fax: 604.952.7223

**Item 9. Date of Report**

August 15, 2013



## NEWS >

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### DEER HORN CLOSES PRIVATE PLACEMENT

**Delta, British Columbia – August 15, 2013 – Deer Horn Metals Inc.** (“Deer Horn” or the “Company”) (TSX.V - DHM) announces today that it has closed its non-brokered private placement filed under the temporary relief measures of the TSX Venture Exchange. Under this private placement the Company issued 50,000,000 common shares at \$0.005/share for total proceeds of \$250,000. The proceeds will be used for the payment of trade payables (excluding executive officer fees), monthly overhead, special meeting costs (to approve the previously announced proposed consolidation of the Company’s shares) and for discretionary/working capital expenses.

A total of 12,000,000 shares were purchased by Mr. Tyrone Docherty, the President, CEO and a director of the Company, personally and through his private company, for a total purchase price of \$60,000.

All securities issued pursuant to this private placement are subject to a four month regulatory hold period commencing from the date of closing.

On behalf of the board of directors of  
Deer Horn Metals Inc.

“*Tyrone Docherty*”  
President and CEO

For further information please contact:

Primary Contact
Tyrone Docherty, President Deer Horn Metals Inc. (604) 952 7221 tdocherty@deerhornmetals.com

#### Forward Looking Information

*Certain information regarding the Company set forth in this press release, including the use of proceeds, and management’s assessment of the Company’s future plans and operations contain forward looking information that involve substantial known and unknown risks and uncertainties. The forward looking information is subject to numerous risks and uncertainties, some of which are beyond the Company’s and management’s control, including but not limited to, the impact of general economic conditions, industry conditions, fluctuation of commodity prices, fluctuation of foreign exchange rates, imperfection of reserve estimates, environmental risks, industry competition, availability of qualified personnel and management, stock market volatility, timely and cost effective access to sufficient capital from internal and external sources. The Company’s actual results, performance or achievement could differ materially from those expressed in or implied by, the forward looking information and accordingly, no assurance can be given that any of the events anticipated to occur or transpire form the forward looking information will provide any benefits to the Company.*

**“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.”**