

FORM 51-102F3

MATERIAL CHANGE REPORT

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

Deer Horn Capital Inc.
381 – 1440 Garden Place
Delta, BC V4M 3Z2

2. **Date of Material Change:**

August 20, 2019

3. **Press Release:**

A News Release dated and issued on August 20, 2019 at Vancouver, BC, through Executive Business Services and SEDAR.

4. **Summary of Material Change:**

Deer Horn Partner Cheona Metals and Leading NGO RESOLVE Support First Yukon Placer Mine Restoration Under Salmon Gold™ Label

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

See news release, a copy of which is attached hereto

6. **Reliance on Subsection 7.1(2) of the National Instrument 51-102 *Continuous Disclosure Obligations*:**

Not applicable.

7. **Omitted Information:**

Not applicable.

8. **Executive Officer Knowledgeable of Material Change:**

Tyrone Docherty, President and CEO
Telephone: (604) 789-5653

9. **Date of Report:**

August 20, 2019



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Metals for Clean Technology
and a Low-Carbon Economy.

NEWS >>>

Deer Horn Partner Cheona Metals and Leading NGO RESOLVE Support First Yukon Placer Mine Restoration Under Salmon Gold™ Label

Gold produced under the agreement to be purchased by Apple and Tiffany as part of a responsible gold initiative.

Vancouver, BC, Canada, August 20, 2019 – Deer Horn Capital Inc. (CSE: DHC, OTCBB: GODYF) (the “Company” or “Deer Horn”) announced today that its 51% First Nations partner Cheona Metals has partnered with Washington, DC-based [RESOLVE](#), one of the world’s leading social and environmental organizations, to support the first Yukon placer mine restoration under the [Salmon Gold™](#) label. Cheona’s agreement with RESOLVE is to search for and identify sites eligible to participate in mining and restoration under the Salmon Gold program.

Under the agreement, ([announced May 14, 2019](#)), RESOLVE provides financial and technical support for identifying and supporting the sourcing, re-mining and rehabilitation of placer workings to restore fish habitat under its unique Salmon Gold partnership. The objective of Salmon Gold is to improve and reopen streams for salmon and other fish species to return.

Since 1991, 12 Pacific salmon runs have been listed under the Endangered Species Act (ESA). The routes that salmon use to make their run to their spawning beds each year are often adjacent to placer mining sites.

“There’s a lot of tension between mining and salmon,” said RESOLVE CEO Stephen D’Esposito. “Salmon Gold is like a peace treaty between mining and salmon habitat. It’s a place where the three sectors can work together: the restoration community, First Nations and the mining industry.”

RESOLVE has arranged to sell gold from the placer operation to end users Apple Inc. and Tiffany & Co. Both firms have contributed to restoration funds and are looking to source reliable supplies of responsible gold for their products. According to Apple, all Salmon Gold entering Apple’s supply chain this fall will be traced from the mine to the refiner using blockchain technology.

Under its agreement with RESOLVE, Cheona receives compensation for services including identifying sites that meet the Salmon Gold participation criteria. The Yukon operation is expected to be the first of many facilitated by Cheona in western Canada. Cheona is also assessing historic placer operations in other parts of the country.

Apple highlighted its work with Salmon Gold and Cheona principal Allen Edzerza in a recent [Apple News feature](#). Mr. Edzerza, a Tahltan Nation elder and the majority indigenous owner of Cheona, is facilitating discussions for RESOLVE to source placer mines for restoration while leading engagement with First Nations and public governments to fund and carry out the projects.

“Salmon to our people is absolutely the most important aspect of the whole environment,” said Edzerza, who is also an advisor to the British Columbia First Nations Energy and Mining Council. “If you do a good

job restoring habitat for salmon and other fish species, then by definition you are protecting the water and the entire ecosystem.”

“Cheona’s agreement with RESOLVE is a win-win on a number of levels,” said Deer Horn President and CEO Tyrone Docherty. “Deer Horn and Cheona gain a source of ongoing, dilution-free capital, fish habitat is restored, RESOLVE can scale the program more efficiently, and Apple and Tiffany gain sources of responsible gold. This is an innovative way of helping finance key elements of Deer Horn’s operations while establishing partnerships that we believe will benefit Deer Horn, the industry and the environment for years to come.”

Docherty noted that the agreement also aligns with Deer Horn’s mission to build a new revenue model for the junior resource industry by partnering with industry and NGO leaders in critical and strategic metals extraction, manufacturing, supply and research as well as with relevant governmental and educational institutions.

To date, RESOLVE has secured restoration plans with three miners in Alaska and the Yukon, with several more under consideration for next summer. Salmon Gold’s partners will continue fine-tuning the project so that one day it may provide a blueprint for others to change the way they mine.

“We have a sacred responsibility to stewardship of the environment that we call our ancestral land,” said Edzerza, “so that future generations can experience it the way our ancestors did.”

About Deer Horn Capital

Deer Horn Capital is committed to exploring for, and providing, strategic and critical metals vital to a low-carbon economy and for the advancement of technology. The Company’s leadership has a track record of project monetization with a board and advisory group that includes industry leaders in finance, mineral property development, geology, mineralogy, solar power, engineering, research and First Nations engagement and economic development.

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

“Tyrone Docherty”

Tyrone Docherty
President and CEO

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Neither the Canadian Securities Exchange nor its regulations services accept responsibility for the adequacy or accuracy of this release.

Forward-looking information

All statements included in this press release that address activities, events or developments that the Company expects, believes or anticipates will or may occur in the future are forward-looking statements. These forward-looking statements involve numerous assumptions made by the Company based on its experience, perception of historical trends, current conditions, expected future developments and other factors it believes are appropriate in the circumstances. In addition, these statements involve substantial known and unknown risks and uncertainties that contribute to the possibility that the predictions, forecasts, projections and other forward-looking statements will prove inaccurate, certain of which are beyond the Company’s control. Readers should not place undue reliance on forward-looking statements. Except as required by law, the Company does not intend to revise or update these forward-looking statements after the date hereof or revise them to reflect the occurrence of future unanticipated event.