

51-102F3

Material Change Report

1. **Name and Address of Company**

Trueclaim Exploration Inc.
Suite 1730 – 400 Burrard Street
Vancouver, B.C. V6C 3A6

(the “Company”)

2. **Date of Material Change**

April 9, 2013

3. **News Release**

The Company’s News Release dated April 9, 2013 was disseminated through the facilities of Stockwatch and Market News.

4. **Summary of Material Change**

Trueclaim Announces Closing of First Tranche of Private Placement

5. **Full Description of Material Change**

See attached News Release

6. **Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102**

Not applicable

7. **Omitted Information**

Not applicable

8. **Executive Officer**

Please contact Byron Coulthard, Chief Executive Officer and President of the Company, at (604) 657-7004

9. **Date of Report**

April 9, 2013

TRUECLAIM EXPLORATION INC.

*Suite 1730 – 400 Burrard Street
Vancouver, BC V6C 3A6*

April 9, 2013

TSX.V Symbol: TRM

TRUECLAIM ANNOUNCES CLOSING OF FIRST TRANCHE OF PRIVATE PLACEMENT

TRUECLAIM EXPLORATION INC. – (the “**Company**”) announces that it has completed the first tranche of its previously announced private placement financing (the “**Financing**”), as described in its News Releases of January 22, 2013 and February 5, 2013, pursuant to which it has issued an aggregate of 3,646,666 units (each, a “**Unit**”) for aggregate gross proceeds of \$218,799.96. Each Unit consisted of one common share (each, a “**Share**”) and one Share purchase warrant (each, a “**Warrant**”). Each Warrant is exercisable into one Share at a price of \$0.10 per Share for one year from the date of issuance. The Company expects to close additional tranches of the Financing in the next few days.

The proceeds from the sale of the Financing will be used for working capital and property payments.

All securities issued in connection with the Financing will be subject to a statutory four month hold period. None of the securities sold in connection with the Financing will be registered under the *U.S. Securities Act of 1933*, as amended, and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements. This news release shall not constitute an offer to sell or the solicitation of an offer to buy nor shall there be any sale of the securities in any jurisdiction in which such offer, solicitation or sale would be unlawful.

TRUECLAIM EXPLORATION INC.

Per: “*Byron Coulthard*”

Byron Coulthard
President & CEO
604.657.7004

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