

**Form 51-102F3**

***Material Change Report***

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

Silver Shield Resources Corp. (the "Corporation")  
2 Toronto Street, Suite 212  
Toronto, Ontario, M5C 2B5

**2. Date of Material Change**

May 20th, 2015

**Item 3. News Release**

A news release dated May 20th, 2015, was disseminated through Newsfile Corp. A copy of the News Release is attached as Schedule "A".

**Item 4. Summary of Material Change**

Silver Shield Resources Corp., received Approval by the TSX Venture Exchange for the reinstatement of trading of the Corporation's common shares on the NEX Board. Trading will commence at market open on Thursday May 21<sup>st</sup>, 2015. Silver Shield Resources Corp., also entered into a Loan Agreement with BlackBirch Capital of Toronto where purchase warrants will be issued to BlackBirch Capital pending approval of the TSX Venture Exchange / NEX Board.

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

**5.1 Full Description of Material Change**

For a full description of the material change, see Schedule "A"

**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**

Frank Kordy,  
Interim Chief Executive Officer  
T: (647) 466-4037 | E: frank.kordy@silvershieldresources.net

**Item 9. Date of Report**

May 20th, 2015 Schedule "A",

## **Schedule "A"**



## News Release

### **Silver Shield Resources Corp., Announces Resumption of Trading of its Common Shares, Loan Agreement with BlackBirch Capital & Provides A Corporate Update.**

**FOR IMMEDIATE RELEASE**

**May 20<sup>th</sup>, 2015**

**Toronto, Ontario, May 20th, 2015** – Silver Shield Resources (TSXV: SSR.H) (“Silver Shield” or the “Corporation”) is pleased to announce that the common shares of the Corporation have been approved for reinstatement of trading by the TSX Venture Exchange and that the common shares will resume trading on the NEX Board on Thursday May 21st, 2015.

The Corporation would also like to announce that it has entered into a secondary loan agreement with BlackBirch Capital for the amount of Twenty-Five Thousand Dollars (“\$25,000.00”) CDN. The loan bears an interest rate of 24% per annum and the Corporation - pending approval by the TSX Venture Exchange - will issue BlackBirch Capital Twenty-Five Thousand (“25,000”) common share purchase warrants. Repayment of the loan is due within six months from the commencement date however the lender has the option to extend the repayment date from six months to one year. Each share purchase warrant shall allow the holder to acquire one common share of the Corporation at a price of \$0.10 per share. The warrants shall expire 12 months from the date of issuance. BlackBirch Capital has also extended the repayment term of the Loan it granted Silver Shield Resources in November of 2014 from six months to one year.

The Corporation would also like to inform all of its shareholders that the Corporation held its AGM on April 30<sup>th</sup> 2015. All resolutions passed with 18,648,138 votes being cast or 22.58% of the 82,570,350 outstanding. 18,638,138 votes were cast in favor of the resolutions, 10,000 votes were not voted and 0 votes were cast against the resolutions.

#### **About BlackBirch Capital**

BlackBirch Capital is a private merchant bank assisting and providing value to developing private and public companies. BlackBirch work with emerging, high growth businesses that we believe offer compelling and significant investment opportunities. BlackBirch provides capital and strategic, business, and financial expertise to early-stage and mid-market companies before, during and after the going public process. This method ensures that companies are fully prepared to maximize the benefits of accessing the capital markets, ultimately building long-term sustainable value for their shareholders.

#### **About Silver Shield Resources**

Silver Shield Resources is determined to become a world class silver producing company. The Corporation continues to source both debt and equity financing to move the Corporations quality projects to first stage production. For more information please visit the corporate website at [www.silvershieldresources.net](http://www.silvershieldresources.net)

#### **For further information please contact:**

Mr. Frank Kordy  
Interim CEO  
Silver Shield Resources Corp.  
T: (647) 466-4037  
E: [frank.kordy@silvershieldresources.net](mailto:frank.kordy@silvershieldresources.net)

#### **Forward-Looking Statements**

Information set forth in this news release may involve forward-looking statements under applicable securities laws. The forward-looking statements contained herein are expressly qualified in their entirety by this cautionary statement. The forward-looking statements included in this document are made as of the date of this document and the Corporation disclaims any intention or obligation to update or revise any forward-looking statements, whether as a result of new information, future events or otherwise, except as expressly required by applicable securities legislation. Although Management believes that the expectations represented in such forward-looking statements are reasonable, there can be no assurance that such expectations will prove to be correct. This news release does not constitute an offer to sell or solicitation of an offer to buy any of the securities described herein and accordingly undue reliance should not be put on such. Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSXV) accepts responsibility for the adequacy or accuracy of this release