

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

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

Declan Resources Inc.  
302 – 1620 West 8th Avenue  
Vancouver, BC V6J 1V4

**ITEM 2 Date of Material Change:**

October 7, 2013.

**ITEM 3 News Release:**

A news release was distributed via Marketwire and filed via SEDAR on October 7, 2013.

**ITEM 4 Summary of Material Change:**

Declan Resources Inc. ("**Declan**" or the "**Company**") (TSXV: LAN) announced that it has completed its previously announced private placement of units (each, a "**Unit**"). Declan issued a total of 15,000,000 Units at a price of \$0.05 per Unit for gross proceeds of \$750,000. Each Unit is comprised of one common share in the capital of the Company (a "**Common Share**") and one common share purchase warrant (a "**Warrant**"). Each Warrant entitles the holder to purchase one Common Share at any time within 12 months of the date of issuance at a price of \$0.10 per Common Share. In connection with the completion of the private placement, Declan paid aggregate cash finder's fees in the amount of \$49,525 to eligible finders who introduced subscribers to the private placement. All of the securities issued under the private placement are subject to a four month resale restriction expiring on February 5, 2014.

Declan also announced that that it has granted stock options to acquire up to 6,500,000 common shares of the Company of which an aggregate of 2,000,000 were granted to certain directors and officers of the Company. Each of the stock options is exercisable for a five year term expiring on October 7, 2018, and exercisable until that time at a price of \$0.09 per common share.

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

Please see attached press release.

**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:**

Further information relating to this Material Change Report may be obtained from:

Wayne Tisdale, President and CEO  
Telephone: (604) 639-4455

**ITEM 9 Date of Report:**

DATED as of October 7, 2013.

## **DECLAN COMPLETES \$750,000 FINANCING**

### **FOR IMMEDIATE RELEASE**

October 7, 2013

Vancouver, B.C. – Declan Resources Inc. (“**Declan**” or the “**Company**”) (TSX-V:LAN) is pleased to announce that it has completed its previously announced private placement of units (each, a “**Unit**”). Declan issued a total of 15,000,000 Units at a price \$0.05 per Unit for gross proceeds of \$750,000. Each Unit is comprised of one common share in the capital of the Company (a “**Common Share**”) and one common share purchase warrant (a “**Warrant**”). Each Warrant entitles the holder to purchase one Common Share at any time within 12 months of the date of issuance at a price of \$0.10 per Common Share. In connection with the completion of this private placement, Declan paid aggregate cash finder's fees in the amount of \$49,525 to eligible finders who introduced subscribers to the private placement. All of the securities issued under the private placement are subject to a four month resale restriction expiring on February 5, 2014.

Declan intends to use the net proceeds of this private placement to further the Company’s exploration projects and for general working capital.

The Company also announces that it has granted stock options to acquire up to 6,500,000 common shares of the Company of which an aggregate of 2,000,000 were granted to certain directors and officers of the Company. Each of the stock options is exercisable for a five year term expiring on October 7, 2018, and exercisable until that time at a price of \$0.09 per common share. On October 4, 2013, the last day that the Company's common shares traded prior to the granting of the stock options, the closing price of the common shares on the TSX Venture Exchange was \$0.09 per share. One-third of the options vested immediately upon the date of grant with an additional one-third to vest on each of the dates that is nine months and eighteen months from the date of grant. The stock options, and any common shares issued upon exercise of the stock options, are subject to a four month resale restriction.

#### **About Declan Resources Inc.**

Declan Resources Inc. is an independent mineral exploration company based in Vancouver, B.C. which is currently pursuing mineral exploration in their Nimini Hills and Baomahun license areas in Sierra Leone. Declan also has an option to acquire a 100% interest in two uranium exploration properties in the Patterson Lake area of the Athabasca basin in Saskatchewan.

For further information, please contact:

**Declan Resources Inc.**

Wayne Tisdale, President and CEO

T: (604) 639-4455

#### Reader Advisory

*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.*