

**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:

February 28, 2014.

ITEM 3 News Release:

A news release was distributed via Marketwire and filed via SEDAR on February 28, 2014.

ITEM 4 Summary of Material Change:

Declan Resources Inc. ("**Declan**" or the "**Company**") (TSXV: LAN) announced that David Miller, subject to the approval of the TSX Venture Exchange, will join the company as Director, President and CEO.

Declan also announced that it granted stock options to acquire up to 2,000,000 common shares of the Company to certain directors and officers. The stock options are exercisable for a five year term expiring on February 28, 2019 and exercisable until that time at a price of \$0.11 per common 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 are 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.

The Company further announced the cancellation of 450,000 existing stock options.

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 February 28, 2014.

DECLAN RESOURCES INC. ANNOUNCES APPOINTMENT OF DAVID MILLER AS NEW PRESIDENT AND CEO

FOR IMMEDIATE RELEASE

February 28, 2014

Vancouver, B.C. – Declan Resources Inc. (“**Declan**” or the “**Company**”) (TSX-V: LAN) is pleased to announce that David Miller, subject to the approval of the TSX Venture Exchange, will join the company as Director, President and CEO.

David Miller is the former CEO of Strathmore Minerals Corp. and was instrumental in its ultimate sale to Energy Fuels Inc. in 2013. Mr. Miller’s primary professional focus has been on uranium exploration, development and mining with his career spanning over 20 years with a chain of companies that started with Utah International and evolved into AREVA, the French Nuclear Power Conglomerate. In addition he has consulted extensively for the IAEA (International Atomic Energy Commission) in Austria and China. Mr. Miller is a recognized expert in the nuclear and energy field and has been seen, heard, and read in the New York Times, BBC, CNBC, CNN, Business News Network, Wall Street Journal, Globe and Mail, and Barron's. He is also the author of "Investing in the Great Uranium Bull Market." A seventh term member of the Wyoming Legislature, serving District 55 --Riverton, Mr. Miller has served on Minerals, Revenue, Education, Corporations, and Judiciary Committees. He was an original appointee to the Wyoming Energy Commission and currently serves on the NCSL High Level Radioactive Waste Committee and Energy Council. Mr. Miller graduated from the University of Missouri with a degree in Geology. He is a Registered Professional Geologist in Wyoming and is a Registered Member of the Society for Mining, Metallurgy & Exploration. Mr. Miller was the architect responsible for assembling Strathmore's uranium property acquisitions in starting in 2004, when the uranium price turned upward, and subsequently implementing the Company's two prong approach with aggressive exploration acquisitions in the Athabasca basin (now Fission) and development of previously discovered uranium in the US. He was appointed President in 2004 and CEO in 2008

During his tenure at Strathmore from 1997 to 2013 Mr. Miller had multiple roles spanning from president in 2004 to CEO in 2008 was responsible for assembling a portfolio of uranium properties exceeding 100 million+ pounds of uranium. Strathmore’s Athabasca Portfolio of projects resulted in at least two additional discoveries of unconformity uranium deposits not yet fully defined. He was also responsible for successfully recruiting and managing Japanese and Korean Fortune 500 companies for multiple joint ventures in Canada and the United States. During his time Strathmore David had the pleasure of spinning out Fission Energy Corp where he served as a board member and first President.

Wayne Tisdale Comments, “On behalf of the board we would like welcome Mr. Miller to our team. He brings a wealth of knowledge and industry connections that are second to none in the uranium exploration space. His success with Strathmore minerals in the Athabasca area will prove to be invaluable for Declan moving forward”. Mr. Tisdale will continue as a Director of Declan.

Declan also announces that it has granted stock options to acquire up to 2,000,000 common shares of the Company to certain directors and officers. The stock options are exercisable for a five year term expiring on February 28, 2019 and exercisable until that time at a price of \$0.11 per common 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 are 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.

The Company further announces the cancellation of 450,000 existing stock options.

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 and uranium mineralization in the Athabasca Basin in Saskatchewan.

For further information, please contact:
Declan Resources Inc.

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

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.