

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

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

**Shamrock Enterprises Inc. (the "Company")**

, North Vancouver, British Columbia, Canada, V7G 1P7

**Item 2. Date of Material Change**

November 29, 2013

**Item 3. News Release**

The news release was disseminated through Canada Stockwatch and Market News on November 29, 2013.

**Item 4. Summary of Material Change**

Extension of Option Agreement terms.

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

**5.1 Full Description of Material Change**

The Company announced that it has it has negotiated an additional extension to its property option agreement with Regulus Resources Inc. in regard to the Fireweed property located in the Babine Lake Area, Smithers B.C., Omineca Mining Division.

The Company and Regulus have agreed to extend the two remaining cash payments due February 17, 2014 and 2015 to February 17, 2015 and 2016. Similarly, the work expenditure commitment due February 17, 2014 has been extended so that \$200,000 is now due August 17, 2014 and the balance of \$450,000 is due February 17, 2015.

The Company has also agreed to issue to Regulus 100,000 common shares in its capital, in consideration of the amendment to the option agreement.

**5.2 Disclosure for Restructuring Transactions**

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

*If this Report is being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102 state the reasons for such reliance.*

Not Applicable

**Item 7. Omitted Information**

Not Applicable

**Item 8. Executive Officer**

Gordon Osinchuk, President  
Tel: 778-340-1934  
Email: president@shamrockresource.com

**Item 9. Date of Report**

Dated at the City of Vancouver, in the Province of British Columbia this 29th day of November, 2013.