

**Form 51-102F3
Material Change Report**

1. Name and Address of Company

Firestone Ventures Inc.
#220, 17010 - 103 Avenue
Edmonton, Alberta T5S 1K7

2. Date of Material Change

June 19, 2009

3. News Release

June 19, 2009 via Marketwire

4. Summary of Material Change

Firestone Ventures Inc. ("Firestone" or the "Company") announced it has closed a non-brokered private placement ("Private Placement") of 13,500,000 units ("Units") at a price of \$0.10 per Unit for aggregate gross proceeds of \$1,350,000. Each Unit consisted of one common share of Firestone ("Common Share") and one common share purchase warrant ("Warrant"). Each Warrant entitles the holder to acquire an additional Common Share at a price of \$0.15 at any time within 24 months of issuance.

5. Full Description of Material Change

Firestone Ventures Inc. ("Firestone" or the "Company") announced it has closed a non-brokered private placement ("Private Placement") of 13,500,000 units ("Units") at a price of \$0.10 per Unit for aggregate gross proceeds of \$1,350,000. Each Unit consisted of one common share of Firestone ("Common Share") and one common share purchase warrant ("Warrant"). Each Warrant entitles the holder to acquire an additional Common Share at a price of \$0.15 at any time within 24 months of issuance.

The Units were sold to qualified purchasers in reliance upon exemptions from the prospectus and registration requirements of applicable securities legislation. The proceeds from the sale of the Units will be used primarily for exploration on existing properties and general corporate expenses. The TSX Venture Exchange has conditionally accepted the private placement.

The Common Shares and Warrants comprising the Units and Common Shares issuable upon exercise of the Warrants are subject to a four (4) month restricted period which expires on October 20, 2009.

6. Reliance of subsection 7.1(2) of National Instrument 51-102

N/A

7. Omitted Information

N/A

8. Executive Officer

Lori Walton, President
Telephone: 1-888-221-5588

9. Date of Report

June 19, 2009