

**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

May 18, 2010

3. News Release

May 18, 2010 via Marketwire

4. Summary of Material Change

Firestone Ventures Inc. ("Firestone" or the "Company") reported high-grade zinc-lead-silver values from seven hand-dug trenches on the Company's Quetzal zinc-lead-silver property in central Guatemala, Central America. The trenching focused on several areas of zinc, lead and silver geochemical anomalies in soil (see news release dated April 13, 2010). The best sample, from Trench No. 1, returned 38.79% zinc, 5.93 % lead and 13.6 g/t silver over 2 metres.

5. Full Description of Material Change

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The seven trenches are located in two areas containing soil-colour anomalies and geochemical anomalies which coincide with historic mine workings on the property. The hand-dug east-west trenches varied in length from 20 to 40 metres. Each trench was continuously chip-sampled along its entire length using 2 to 3 metre intervals. Firestone geologists collected a total of 76 rock-chip samples from the seven trenches of which 26 samples returned values exceeding 10% zinc. Maps showing the location of the trenches and geochemical soil anomalies are available at www.firestoneventures.com

Key intervals from the trench sampling on the Quantum Soil Anomaly follow:

Trenches 1,2,3 – Quantum Soil Anomaly

Location	Sample No.	Width	Zinc (%)	Lead (%)	Silver (g/t)
Trench No. 1	21098	2 m	5.04	9.74	8.7
	21099	2 m	4.23	3.14	1.5
	21100	2 m	23.78	4.19	11.7
	21101	2 m	13.56	19.62	30.7
	21102	2 m	38.79	5.93	13.6
	21103	2 m	22.83	0.60	6.2
Trench No. 2	21059	2 m	2.75	1.61	1.5
	21060	2 m	8.43	0.79	3.8
	21061	2 m	19.30	1.73	4.8
	21062	2 m	2.48	0.16	1.0
	21063	2 m	20.94	1.51	4.6
	21064	2 m	17.12	15.74	22.2
	21065	2 m	13.47	10.31	24.5
Trench No. 3	21082	2 m	6.64	5.32	1.1
	21083	2 m	25.38	9.43	18.3
	21084	2 m	27.14	6.29	12.9
	21085	2 m	6.69	0.49	1.6
	21086	2 m	6.17	0.40	2.4
	21087	2 m	13.96	1.24	3.7
	21088	2 m	0.72	1.77	1.3

The three trenches laid out in the Quantum soil anomaly area expose about 100 metres of strike of a north-trending mineralized structure. Mineralization consists of massive smithsonite, limonite gossan with traces of galena, and gray limestone partially replaced by smithsonite and is localized along two north-northeast trending en echelon faults which dip 70 to 80 degrees west.

The largest mineralized interval is comprised of 12 continuous 2 metre chip samples in Trench No. 1 which returned an average grade of 11.9% zinc, 4.9% lead and 7.8 g/t silver over an interval of 24 metres. The zone is thought to be steeply dipping with an approximate true thickness of 23.2 metres based on a dip of 75 degrees; however, mineralization extends beyond the end of the trench as the last sample assayed 27.7% zinc, 8.5% lead and 12.2 g/t silver.

Trenches 4,5,6,7 – Glory Soil Anomaly

Location	Sample No.	Width	Zinc (%)	Lead (%)	Silver (g/t)
Trench No. 4	20643	3 m	19.45	18.7	126.3
Trench No. 5	20621	2 m	23.45	0.25	0.2
	20623	2 m	9.49	7.45	31.9
	20627	2 m	32.7	5.56	13.1
	20628	2 m	27.21	6.76	25.4
	20629	2 m	4.33	1.23	2.4
Trench No. 6	21112	2 m	11.68	3.52	1.5
	21114	2 m	0.98	14.14	207.7
	21115	2 m	25.9	19.41	85.5
Trench No. 7	21095	2 m	1.32	1.61	19.5

Trenches 4, 5, 6 and 7 are within the area referred to as the Glory soil anomaly. Mineralization in Trenches 4 and 5 appears to be related to normal faults which trend N to N20W and dip steeply to the west. Trenches 6 and 7 are in an area of deep, saprolitic style weathering where no structure could be measured. Trench 7 consists of a series of three 2 metre x 2 metre pits hand dug to a depth of 2.5 metres; the best values returned from the three pits were found in sample #21095 which assayed 1.3% zinc, 1.6% lead and 19.5 g/t silver.

Previously, the Company reported on high grade zinc-lead-silver rock chip samples collected from surface and from various historic workings on the property (see news release February 1, 2010) and on a soil sampling program (news release April 13, 2010). The Company has completed a 1,297 m drill program on the Quetzal property. Assay results for drill core from this program are pending.

Rock chip samples were sent to the BSI Inspectorate facility in Guatemala City for preparation and then sent by courier to the International Plasma Labs Ltd. ("IPL") facility in Vancouver, British Columbia, Canada for analysis using 30 element ICP and 30g FA/AAS. Over limit zinc and lead analyses were further analyzed by atomic absorption methods. The upper limit for zinc is 20%, and samples containing more than this threshold were re-analyzed using titration. This multi-stage analytical procedure ensures that an appropriate lab method is used to produce reliable data at each lead or zinc concentration level. The lab also performs repeat analysis on lab duplicates to protect against gross analytical error. Industrial standards are not being inserted by Firestone at this time. IPL and Firestone are both routinely inserting blank samples for quality control purposes.

The road-accessible Quetzal property is 100% owned by Firestone subject to a 2% NSR royalty. It is located 100 kilometres northeast of Guatemala City, Guatemala.

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

May 18, 2010