

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

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

Discovery-Corp Enterprises Inc.  
704 – 1050 Burrard Street  
Vancouver, BC V6Z 2S3

**Item 2: Date of Material Change**

July 31, 2007

**Item 3: News Release**

A news release dated July 31, 2007, issued in Vancouver, British Columbia, was disseminated through Canada Stockwatch and Market News Publishing.

**Item 4: Summary of Material Change**

Discovery-Corp. Enterprises Inc. (the "Company") announces that pursuant to a Letter of Intent with Nahminto Resources Ltd. ("Nahminto"), the Company has completed its due diligence and decided not to enter into an option agreement with Nahminto to acquire an interest in the Nahminto Property at this time.

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

**5.1 Full Description of Material Change**

Discovery-Corp. Enterprises Inc. (the "Company") announces that pursuant to a Letter of Intent with Nahminto Resources Ltd. ("Nahminto"), the Company has completed its due diligence and decided not to enter into an option agreement with Nahminto to acquire an interest in the Nahminto Property at this time.

**5.2 Disclosure for Restructuring Transactions**

Not applicable.

**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**

Alex Pannu, President, 778- 371-9936.

**Item 9: Date of Report**

DATED at Vancouver, British Columbia, this 10<sup>th</sup> day of August 2007.

**Discovery-Corp. Enterprises Inc.**

Per:

A handwritten signature in black ink, appearing to read 'Alex Pannu', written in a cursive style.

Alex Pannu, President