

FOURTH AMENDING AGREEMENT

This Fourth Amending Agreement between Saber Energy Corp. ("**Saber**") and Talon Metals Corp. ("**Talon**") is dated December 30, 2009.

WHEREAS the parties hereto entered into an agreement dated September 25, 2008, as amended March 24, 2009, April 24, 2009, August 25, 2009 and October 8, 2009 (collectively, the "**Original Transaction Agreement**");

AND WHEREAS the parties hereto entered into a pre-merger agreement made as of September 1, 2009, as amended on each of October 8, 2009 and December 30, 2009 (collectively, the "**Pre-Merger Agreement**");

AND WHEREAS, concurrently with the execution of this Fourth Amending Agreement, the parties hereto have executed an amendment and restatement of the third amended and restated promissory note of Saber in favour of Talon dated October 8, 2009;

AND WHEREAS the parties hereto wish to further amend the security agreements, guarantees, and other documents (the "**Loan Documents**") related to such promissory note on the terms contained herein;

NOW THEREFORE THIS AGREEMENT WITNESSETH that for and in consideration of the mutual covenants and agreements contained herein, and the sum of Two Dollars (Cdn.\$2.00) (the receipt and sufficiency of which is hereby acknowledged), it is hereby agreed by and between the parties hereto as follows:

1. The Original Transaction Agreement is hereby amended so that all references to the Expiry Date therein shall be to the earlier of March 30, 2010 and the Effective Date (as defined in the Pre-Merger Agreement).
2. The Original Transaction Agreement and the Loan Documents (including without limitation all pledges or other grants of security and guarantees provided thereunder) (collectively, the "**Agreements**"), as changed, altered, amended or supplemented by this Fourth Amending Agreement, shall continue in full force and effect and are hereby confirmed by the parties hereto.
3. The Agreements shall henceforth be read in conjunction with this Fourth Amending Agreement and the Agreements and this Fourth Amending Agreement shall henceforth have effect, so far as practicable, as if all the provisions of the Agreements and this Fourth Amending Agreement were contained in one and the same instrument.
4. This Fourth Amending Agreement shall be governed by and construed in accordance with the laws of the Province of Ontario and the laws of Canada applicable therein.

5. This Fourth Amending Agreement may be executed in one or more counterparts, each of which shall be deemed to be an original, but all of which shall constitute one and the same instrument. Any party hereto may deliver an executed copy of this letter by fax or PDF, but that party shall promptly deliver to the other an originally executed copy of this Fourth Amending Agreement.

IN WITNESS WHEREOF the parties hereto have caused this Fourth Amending Agreement to be executed as of the day and year first above written.

SABER ENERGY CORP.

by: "Warren Newfield"
who warrants his authority hereto

TALON METALS CORP.

by: "Stuart Comline"
who warrants his or her authority hereto

The terms of this Fourth Amending Agreement are hereby acknowledged and agreed to.

SABER ENERGY INC.

by: "Warren Newfield"
who warrants his authority hereto