MATERIAL CHANGE REPORT

To: British Columbia Securities Commission
Alberta Securities Commission
TSX Venture Exchange

Item 1. **Name and Address of Company** – **Chalice Diamond Corp.**, Suite 711 – 675 West Hastings Street, Vancouver, B.C., Canada V6B 1N2

Item 2. **Date of Material Change** – June 18, 2009.

Item 3. **News Release** – News Release issued June 18, 2009, at Vancouver, BC.

Item 4. **Summary of Material Change** **– Chalice Diamond Corp. (TSX-V: COD)** – (with Abitibi Mining Corp., TSX-V:ABB) announces that a recent gold discovery made by Strike Minerals Inc. ('Strike') has potential to extend onto claims optioned by the Companies to Strike earlier this year.

Item 5. **Full Description of Material Change** **– Chalice Diamond Corp. (TSX-V: COD)** – (with Abitibi Mining Corp., TSX-V:ABB) announces that a recent gold discovery made by Strike Minerals Inc. ('Strike') has potential to extend onto claims optioned by the Companies to Strike earlier this year.

Strike recently reported *(see Strike press release dated June 9, 2009)* highly encouraging results from a 30-hole drilling program conducted at its Nicholson gold property north of Missinabie, Ontario. Highlights include 298.43 grams gold per tonne over 0.46 meters intersected at a vertical depth of 40.5 meters on the main showing. The gold-bearing quartz vein was traced more than 140 meters on strike, with potential to continue to both the northwest and southeast.

In recognition of the potential for the continuation of the main showing, Strike optioned four claims (held 75% by Chalice Diamond and 25% by Abitibi Mining) surrounding its Nicholson property earlier this year (see press release March 31, 2009). Strike agreed to pay the Companies a total of $60,000 and 300,000 shares over a two-year period as well as spend $300,000 to explore the claims by March, 2012. Once these commitments are completed, Strike will have earned a 100% interest in the four claims, subject to a 3% NSR.

With the success of the recently completed drilling program, Strike is extending its option with the Companies on the Nicholson property. The extension of the option permits Strike to further explore and develop the potential of the Nicholson property.

By June 26, 2009, Strike will make its second payment of $10,000 and issue a further 50,000 shares to Chalice Diamond Corp. (75%) and Abitibi Mining Corp. (25%).

Strike is currently reviewing all data from the drilling program and past programs. The project geologist is developing a plan of further exploration of the property to prove its full merit.

Item 6. **Reliance on Section 7.1(2) or (3) of National Instrument 51-102** – Not applicable.

Item 7. **Omitted Information** – The undersigned is aware of no information of a material nature that has been omitted.

Item 8. **Executive Officer** – Mr. Richard Hughes, Chairman of the Issuer, is knowledgeable about the material change and this report. He can be contacted at (604) 685-2222.

Item 9. **Date of Report** – Dated at Vancouver, British Columbia, this 18th day of June 2009.