## 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 27, 2011

**Item 3.** **News Release** – News Release issued June 27, 2011, at Vancouver, BC.

**Item 4.** **Summary of Material Change** **Chalice Diamond Corp. (TSX-V: COD)** pleased to announce the appointment of Doug Turnbull, P.Geo., to the Board of Directors of allowed the company to maximize funding and exploration activity.

**Item 5.** **Full Description of Material Change – Chalice Diamond Corp. (TSX-V: COD)** has s pleased to announce the appointment of Doug Turnbull, P.Geo., to the Board of Directors of the Company.

Mr. Turnbull is a consulting geologist with over 20 years experience in diamond and precious and base metal exploration. He holds an Honours Bachelor of Science degree in Geology and is a Qualified Professional Geoscientist recognized by the Association of Professional Engineers and Geoscientists of British Columbia. He has been the President of Lakehead Geological Services Inc. since 1990. Lakehead, a geological consulting company based in Vancouver, provides a variety of exploration services to exploration and mining companies.

"We are very pleased to welcome Mr. Turnbull to the Board of Directors and are looking forward to his assistance in providing his valued technical expertise to the Company's projects," stated Rasool Mohammad, President of Chalice.

The Company also announces that it has received TSX-V approval and closed its private placement of 4,303,330 non flow-through units ($0.15 per unit) and 3,180,000 flow-through units ($0.20 per unit) for gross proceeds of $1,281,499.50.

Each unit consisted of one common share and one-half of one non-transferable common share purchase warrant. Each full warrant entitles the holder to purchase one additional non flow-through common share of the company at an exercise price of $0.30 for two years from the date of issue of the warrant.

**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. Rasool Mohammad, 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 27th day of June , 2011.