

FORM 51-102F3
Material Change Report

Section 7.1 of National Instrument 51-102
Continuous Disclosure Obligations

- Item 1. Name and Address of Company
- OREFINDERS RESOURCES INC.**
2300-1066 West Hastings Street
Vancouver, B.C. V6E 3X2
- Item 2. Date of Material Change May 28, 2013
- Item 3. News Release
- Issued and distributed through the facilities of Marketwire on May 28, 2013
- Item 4. Summary of Material Change
- See attached copy of the May 28, 2013 News Release
- Item 5. Full Description of Material Change
- See attached copy of the May 28, 2013 News Release
- Item 6. Reliance on subsection 7.1(2) or (3) of National Instrument 51-102
- N/A
- Item 7. Omitted Information N/A
- Item 8. Executive Officer
- William Yeomans
Telephone: (250) 707-0911
- Item 9. Date of Report
- May 28, 2013

Orefinders Provides Exploration Update on Ontario Gold Projects

May 28, 2013

TSX.V: ORX

Orefinders Resources Inc. (TSX.V: ORX) is pleased to provide an update of exploration activities currently underway at its Ontario gold projects.

At the **Mirado gold project (Kirkland Lake)** Orefinders has drilled a total of 29 holes (8,766 m) with assays pending for 1,605m of drilling. The current, ongoing drill program continues to define and extend near surface, high grade bulk tonnage gold mineralization along strike and at depth at the South Zone of the Mirado property. Drilling will also continue in the North Zone where new, steeply dipping, high grade gold mineralization has been intersected in multiple holes. Highlights of drilling to date at Mirado include:

- **46.10m @ 1.33 g/t Au in hole MD-13-03**
- **4.30m @ 9.88 g/t Au in hole MD-13-06**
- **9.50m @ 59.2 g/t Au (uncut) in hole MD-13-07, including 1.00m @ 559 g/t Au (uncut)**
- **19.50m @ 3.65 g/t Au in hole MD-13-10**
- **8.20m @ 10.6 g/t Au in hole MD-13-12**
- **34.4m @ 1.80 g/t Au in hole MD-13-15**
- **14.50m @ 8.1 g/t Au in hole MD-13-19**

In calculating these intervals, high grade gold zones were capped at 31.1 g/t Au, with uncut values in excess of 31.1 g/t Au “cut” to 31.1 g/t Au. True widths are estimated to be 80% of reported widths.

Updated drill sections with plotted drill hole results can be viewed on the website at www.orefinders.ca under the heading “Core Shack.”

Surface and underground drilling, drifting, stope and ramp development work followed by an open pit bulk sampling program was completed at the Mirado property by prior operators during the period from 1981-1987. These same operators stockpiled approximately 50,000 tons of bulk tonnage material from the Mirado open pit in an area that is accessible by all season roads on patented claims.

Since the current gold price is approximately \$1,000 per ounce higher than it was at the conclusion of the previous operator’s bulk sampling program in 1987, Orefinders has begun using an excavator to systematically sample the stockpile in order to estimate the average gold grade. The excavator is digging vertical sections through the stockpile on sample stations established across the top of the stockpile along a 10m x 10m grid. Vertical channel samples are being collected at each station, as well as a 1 ton bulk sample. A satellite image of the historic workings can be viewed in the Core Shack section of the Orefinders website. Results of the sampling program will be announced when available.

At the recently acquired **South Break project in Kirkland Lake** (see March 12, 2013 press release), exploration has commenced on this new land package which covers 4 km of the regional “South Break” fault structure located along the Trans-Canada highway between Kirkland Lake and Larder Lake. Orefinders was the first company to consolidate historical patent claims along this structure which have not been explored since 1949. This year’s exploration program will focus on verifying high grade gold mineralization reported at shallow depths (<15m) in historic drill holes completed in 1949. Gold bearing syenites reported in outcrop as well as in

the historical drill holes are readily accessible from the highway and this will be the first area Orefinders will examine along the South Break during the 2013 field season. Orefinders will focus its exploration efforts in 2013 on the Mirado and South Break projects in the Kirkland Lake gold camp since both projects have potential for significant high grade gold mineralization in the near surface environment.

At Derlak-Red Lake, Orefinders completed a Quantec Titan DCIP survey along the Madsen Trend on the extension of the Madsen gold deposit during the winter. A short three-hole drill program was recently completed that tested well mineralized Austin Tuff horizon and only low gold values were obtained. No further work is planned at Derlak for this exploration season.

The technical information contained in this news release has been reviewed and approved by Kevin Piepgrass, P.Geo, Vice-President Exploration for Orefinders, who is a Qualified Person as defined in "National Instrument 43-101, Standards of Disclosure for Mineral Projects."

On behalf of the Board of Directors

"William Yeomans"

William Yeomans, P. Geo
President

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