

**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        June 20, 2013
- Item 3.        News Release
- Issued and distributed through the facilities of Marketwire on June 20, 2013
- Item 4.        Summary of Material Change
- See attached copy of the June 20, 2013 News Release
- Item 5.        Full Description of Material Change
- See attached copy of the June 20, 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
- June 20, 2013



**Orefinders Intersects 6.0 m @ 52.2\* g/t Au (uncut) within 31.5 m @3.05 g/t Au (cut) from 18.5 meters depth at Mirado Gold Project, Kirkland Lake**

June 20, 2013

TSX.V: ORX

Orefinders Resources Inc. (TSX.V: ORX) reports additional high grade gold results from its phase II diamond drilling program for seven new drill holes (1,984m). Highlights include hole MD13-28 which intersected **52.2\* g/t (uncut) over 6.00 meters of bonanza grade mineralization (see Table 1) within an interval of 31.50 meters at an average cut grade of 3.05 g/t Au**. These latest results are consistent with previously reported near surface high grade gold mineralization over broad widths in the South Zone, where recent drill results included **14.50m @ 8.10 g/t Au** (Hole MD13-19), **8.20m @10.6 g/t Au** (Hole MD13-12) and **4.30 m @ 17.2\* g/t Au** (uncut) in hole MD13-06 (see our news releases of March 4, April 30 and May 16 2013).

Highlights of high-grade gold zones intersected near surface and at depth from these latest drill results include:

- **6.00m @ 6.27 g/t Au in hole MD13-25**
- **5.70m @ 4.31 g/t Au in hole MD13-26**
- **31.50m @ 10.90\* g/t Au in hole MD13-28**

Highlights of lower-grade gold zones intersected include:

- **23.80m @ 1.50 g/t Au in hole MD13-25, including 2.90m @ 6.20 g/t Au**
- **15.10m @ 1.77 g/t Au in hole MD13-26, including 5.70m @ 4.31 g/t Au**
- **53.00m @ 0.74 g/t Au in hole MD13-28, including 4.80m @ 2.95 g/t Au**
- **10.00m @ 2.61 g/t Au in hole MD13-29**

A complete list of relevant gold intersections is presented in Table 1 below. 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 capped to 31.1 g/t Au; uncapped grades, where reported, (such as **278\* g/t Au**) are indicated with an asterisk (\*). True widths are estimated to be 80% of reported widths.

**Table 1. Reported Gold Intersections - Mirado Gold Project**

Hole-Id	From (m)	To (m)	Interval (m)	Grade Au (g/t)	Grade Au* (g/t) Uncut
MD13-23	10.20	47.50	37.30	0.53	
MD13-23	120.30	126.20	5.90	0.73	
MD13-23	137.00	144.50	7.50	0.86	
MD13-23	174.00	186.50	12.50	1.11	
MD13-24	no	significant	intervals		

Hole-Id	From (m)	To (m)	Interval (m)	Grade Au (g/t)	Grade Au* (g/t) Uncut
MD13-25	5.00	6.00	1.00	2.29	
MD13-25	42.90	76.80	33.90	1.48	
including	48.00	54.00	<b>6.00</b>	<b>6.27</b>	
MD13-25	169.00	192.80	23.80	1.50	
including	179.20	182.10	2.90	6.20	
MD13-25	200.90	206.90	6.00	1.16	
including	203.40	206.90	3.50	1.75	
MD13-26	24.50	25.50	1.00	4.32	
MD13-26	103.30	104.20	0.90	5.67	
MD13-26	111.80	112.80	1.00	2.21	
MD13-26	138.20	146.30	8.10	0.80	
MD13-26	195.20	197.00	1.80	2.53	
MD13-26	212.90	215.00	2.10	4.36	
MD13-26	246.50	248.50	2.00	4.32	
MD13-26	284.00	299.10	15.10	1.77	
including	291.50	297.20	<b>5.70</b>	<b>4.31</b>	
MD13-27	396.80	398.70	1.90	1.58	
MD13-28	18.50	50.00	<b>31.50</b>	<b>3.05</b>	<b>10.9</b>
including	26.50	32.50	<b>6.00</b>	<b>11.06</b>	<b>52.2</b>
and including	29.50	30.50	<b>1.00</b>	<b>31.10</b>	<b>278</b>
MD13-28	68.00	121.00	53.00	0.74	
including	82.80	87.60	4.80	2.95	
MD13-28	186.70	196.80	10.10	0.85	
including	189.70	190.70	1.00	4.54	
MD13-29	23.00	27.00	4.00	0.64	
MD13-29	47.00	55.00	8.00	0.42	
MD13-29	89.50	99.50	10.00	2.61	

\* represents uncapped gold grades

Thirty-six drill holes (10,932m) have been completed to date at Mirado, with assays from 8,793 m of drilling having been reported and the remaining 2,139 m of drill core currently in the process of being assayed.

Drill holes MD13-23, MD13-24, MD13-25, MD13-28, and MD13-29 were collared in the Mirado South Zone proximal to historic open pit and underground mine workings. These latest drill results demonstrate excellent bulk tonnage potential associated with a component of near surface bonanza-grade gold mineralization. Drill

holes MD13-26 and MD13-27 were collared south and southwest, respectively, of the Mirado shaft in the North Zone and targeted deeper, steeply dipping Au mineralization below the shaft and along strike to the NW. MD13-26 ended in high-grade mineralization and has since been extended. Drill hole depths and orientations are provided in Table 2.

**Table 2. Drill hole details**

Hole-Id	Azimuth	Dip	Depth (m)	Zone
MD13-23	45	-45	305	South
MD13-24	45	-45	302	South
MD13-25	45	-45	275	S-N
MD13-26	45	-45	301	North
MD13-27	45	-45	422	North
MD13-28	45	-45	227	South
MD13-29	225	-45	152	South
<b><i>total metres reported</i></b>			<b>1,984</b>	

Bill Yeomans, P. Geo., President and CEO, states that “The South Zone continues to report bonanza grade gold intercepts of potentially bulk mineable gold mineralization proximal to the ramp and open pit where a preliminary bulk sample was extracted by previous operators. The 2013 drilling has successfully expanded South Zone mineralization over a surface area of 250m x 300m and currently remains open along strike and at depth. North Zone high grade intercepts have been intersected at depths well below all of the previous historical drilling. The North Zone also remains open to further expansion along strike and at depth.”

A drill-hole location map for this press release which includes the location of the all of the Phase 1 drill holes and Phase II drilling to date is provided on the Orefinders website at [www.orefinders.ca](http://www.orefinders.ca) under a section called “Core Shack.” As the drilling progresses and new results are obtained, additional information will be added under the Core Shack section and will include press release drill-hole maps, drill sections, photographs of the reported mineralized drill core intervals, and other related information.

Gold values reported in this news release were obtained exclusively from diamond drill core. Drilling was completed by an independent contractor under the supervision of Orefinders’ technical staff. The core is then split and put into a sample bag which is labeled for each interval and a sample card tag put in each sample bag. Samples were picked up by ALS Chemex and sent to their sample preparation facility.

The analysis was conducted in ALS Chemex’s ISO 9001:2008 certified Vancouver, BC laboratory facility using fire assay method for gold with a gravimetric over-limit finish, and multi-element (ME-ICP41) techniques producing assays for a 35 element suite of minerals. All samples collected for analysis were processed using Orefinders’ strict QA/QC (quality assurance / quality control) program which includes the insertion of standards, duplicates and blanks for quality control of the samples. After the core is logged for each drill-hole, the location of each site is located using a differential GPS in UTM coordinates using NAD 83 datum.

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

*Neither TSX Venture Exchange nor its Regulations Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.*

*Certain information in this press release may contain forward-looking statements. This information is based on current expectations that are subject to significant risks and uncertainties that are difficult to predict. Actual results may differ materially from results suggested in any forward-looking statements. Orefinders assumes no obligations to update the forward-looking statements, or to update the reasons why actual results could differ from those reflected in the forward-looking statements unless required by securities laws applicable to Orefinders. Additional information identifying risks and uncertainties is contained in filings by Orefinders with Canadian securities regulators, which filings are available under Orefinders profile at [www.sedar.com](http://www.sedar.com).*

For further information, please contact

William Yeomans, P. Geo.  
President  
Phone: 1-250-707-0911  
E-mail: [byeomans@orefinders.ca](mailto:byeomans@orefinders.ca)

Or

Stephen Stewart  
VP Corporate Development  
Phone: 1-416-644-1567  
E-mail: [sstewart@orefinders.ca](mailto:sstewart@orefinders.ca)