

TRI ORIGIN EXPLORATION LTD.

Form 51-102F3 ***Material Change Report***

Item 1 Name and Address of Company

Tri Origin Exploration Ltd.
3 Centre Street, Suite 206
Markham, Ontario
L3P 3P9

Item 2 Date of Material Change

December 29, 2006

Item 3 News Release

The attached News Release released through Filing Services Canada on December 29, 2006

Item 4 Summary of Material Change

See attached News Release

Item 5 Full Description of Material Change

On December 29, 2006, Tri Origin Exploration Ltd. completed a non-brokered private placement of 577,106 shares at \$0.90 per share for gross proceeds of \$ 519,400. The units were distributed on a private placement basis to purchasers resident in the provinces of Ontario, and Quebec.

Each share consists of one flow-through common share of the Company at \$0.90 per share; the securities issued as a result of this placement are subject to a four month hold period ending April 30, 2007

Proceeds of the placement will be used to continue exploration at the Company's Red Lake Extension (RLX) project at Red Lake, Ontario and its North Abitibi project located 150 kilometres from Timmins, Ontario.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable

Item 7 Omitted Information

Not applicable

Item 8 Executive Officer

For further information, please contact
Robert I Valliant, President
Telephone (905) 294 -9942

Dated the 2nd January 2006.

TRI ORIGIN EXPLORATION LTD.

A handwritten signature in black ink, appearing to read 'R. Valliant', written in a cursive style.

Robert I Valliant, President



FOR IMMEDIATE RELEASE:

DECEMBER 29, 2006

PRIVATE PLACEMENT GROSS PROCEEDS OF \$519,400

Tri Origin Exploration Ltd, (TOE:TSX-V) announces that it has closed a non-brokered private placement financing of flow-through shares. The placement consisted of 577,106 flow-through shares at \$0.90 per share for gross proceeds of \$519,400. Insiders of the Company subscribed for 151,000 shares comprising \$135,900 of the total amount raised. Upon issuance of the shares as a result of this placement the Company will have 45,134,141 issued and outstanding shares. The securities issued as a result of this placement are subject to a 4 month hold period until April 30, 2007.

Proceeds of this financing will be used to advance exploration at the Company's 100%-owned, 23,640 acre Red Lake Extension project (RLX) at Red Lake, Ontario and at the North Abitibi project located 150 kilometres northeast of Timmins, Ontario where the Company has an option to earn a 70% interest. In particular, the Company plans to conduct diamond drilling to further delineate gold occurrences previously outlined at the North Abitibi property. These occurrences are in similar geological terrain as the Casa Beradi gold mine 40 kilometres to the east in Quebec. Diamond drilling will also be conducted at RLX to systematically test targets generated by ongoing geophysical and geochemical surveying. At RLX prospective volcanic rocks have been correlated with the gold-bearing "Balmer" rock sequence of the Red Lake District and have been traced across the property. These occur within an important structural corridor extending southeast from the Red Lake Mine and Campbell Mine operated by Goldcorp Inc.

For further information please contact:

Tri Origin Exploration Ltd.
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Web page: www.triorigin.com
E-mail: invest@triorigin.com

Tri Origin Exploration Ltd. is publicly listed on the TSX Venture Exchange under the trading symbol TOE. Tri Origin has leveraged exposure to mineral discoveries in Australia through its 53.9% equity interest in its subsidiary, Tri Origin Minerals Ltd.; a publicly traded company listed on the Australian Stock Exchange under the symbol TRO.