FORM 51-102F3
MATERIAL CHANGE REPORT

1. Name and address of the Company

Plexmar Resources Inc. (« Plexmar »)
2505, boul. Laurier
Bureau 240
Québec (Québec) J9P 1C1

2. Date of material change

December 9, 2010.

3. News release

The press release was issued on December 9, 2010 via Marketwire.

4. Summary of material change

Plexmar announces that it has completed today a private offering for a gross amount of $1,536,000 and that the board of directors has approved the grant of an aggregate of 1,975,000 options.

5. Full description of material change

Plexmar announces that it has completed a private offering for a gross amount of $1,536,000. The offering is the second and final tranche of a private offering, a total of 25,600,000 units (the "Units") at a price of $0.06 per Unit will be issued. The total amount of this offering was increased to $2,200,000 from the original amount of $950,000 announced on Aug.3rd 2010. Each Unit is comprised of one Plexmar common share and one common share purchase warrant. Each whole common share purchase warrant entitles its holder to subscribe to one additional common share for a period of 18 months at a price of $0.12 per share. Plexmar intends to use the proceeds of this private offering for the implementation of its exploration programs and for its working capital.

For the purposes of the closing of is private offering, Plexmar has granted to some intermediaries a total cash compensation of $100,416 and a total of 1,495,995 broker warrants entitling the holders to subscribe to one additional common share for a period of 18 months at a price of $0.12 per share.

Securities issued as part of this offering are subject to a four-month hold period under applicable securities legislation.

The Board of Directors has approved the grant of an aggregate of 1,975,000 options to acquire common shares in the capital of the Company at a price of $0.11 to officers, directors and employees of the Corporation. Such options (and the common shares exercisable upon exercise) are exercisable for a period of 5 years from the date of grant and will be subject to applicable securities law hold periods.

6. Reliance on subsection 7.1(2) of National Instrument 51-102

N/A

7. Omitted Information

None

8. Executive Officer

Mario Jacob, Corporate Secretary
Tel: (418) 658-6776

9. Date of Report

December 16, 2010

Plexmar Resources inc.

by: *(s) Mario Jacob*
Mario Jacob, Corporate Secretary