

1. Reporting Issuer

Full name of the Issuer:

Kookaburra Resources Ltd.

The address of the principal office in Canada of the reporting issuer is as follows:

#1010-750 West Pender Street
Vancouver, BC V6C 2T8

PHONE: (604) 681-1919

2. Date of Material Change

June 13, 2001

3. Press Release

The date and place(s) of issuance of the press release are as follows:

June 15, 2001

The Press Release was released to The Toronto Stock Exchange, being the only exchange upon which the shares of the Issuer are listed, and through various other approved public media.

4. Summary of Material Change(s)

A summary of the nature and substance of the material change is as follows:

The Company reports that at its annual and extraordinary general meeting, the shareholders of the Company ratified the shareholder rights plan (the "Plan") previously adopted by the Company on April 14, 2001.

5. Full Description of Material Change

Further to Kookaburra Resources Ltd.'s (the "Company") previous announcement on April 4, 2001, regarding its proposed shareholder rights plan (the "Plan"), the Company is pleased to report that at its annual and extraordinary general meeting held on June 13, 2001, the shareholders of the Company ratified the Plan previously adopted by the Company on April 4, 2001. The Plan will remain in effect for a period of ten years, subject to shareholder ratification in the fourth and seventh years.

6. **Reliance on Section 85(2) of the Securities Act (British Columbia)**
 Reliance on Section 118(2) of the Securities Act (Alberta)
 Reliance on Section 75(3) of the Securities Act (Ontario)
 Reliance on Section 81(3) of the Securities Act (Nova Scotia)

Not Applicable

7. **Omitted Information**

Not Applicable

8. **Senior Officer**

The following senior officer of the Issuer is knowledgeable about the material change and may be contacted by the Commission at the following address and telephone number:

Nick DeMare, Director
Suite 1010-750 West Pender Street
Vancouver, BC V6C 2T8

Phone: (604) 681-1919

9. **Statement of Senior Officer**

The foregoing accurately discloses the material change(s) referred to herein.

DATED at Vancouver, British Columbia, this 15th day of June, 2001.

“Nick DeMare”

Nick DeMare
Director