

FORM 51-102F3

MATERIAL CHANGE REPORT

1. Name and Address of Company

KOOKABURRA RESOURCES LTD. (the "Issuer")
#1305 – 1090 W. Georgia Street
Vancouver, British Columbia V6E 3V7
Phone: (604) 685-9316

2. Date of Material Change

December 15, 2005

3. Press Release

The press release was released on December 15, 2005 through various approved public media and filed with the TSX Venture Exchange and the British Columbia, Alberta, Nova Scotia and Ontario Securities Commissions.

4. Summary of Material Change(s)

See attached press release for details.

5. Full Description of Material Change

See attached press release for details.

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

Not Applicable

7. Omitted Information

Not Applicable

8. Director

Nick DeMare,
Phone: (604) 685-9316

9. Date of Report

December 20, 2005.



KOOKABURRA RESOURCES LTD.

#1305 1090 West Georgia Street
Vancouver, BC Canada V6E 3V7
Tel: (604) 685-9316 Fax: (604) 683-1585
TSX Venture Exchange: KOO.H

NEWS RELEASE

DECEMBER 15, 2005

SHARE CONSOLIDATION AND NAME CHANGE

Mr. Graeme Robinson, President, announces that in order to advance its business plan, management has determined that a capital consolidation is required.

Accordingly, management proposes to consolidate all of its 2,133,363 issued common shares without par value into 1,066,681 common shares, so that every two of such common shares before consolidation will be consolidated into one new common share. In conjunction with the share consolidation, management also proposes to change the name of the Company to "*Consolidated Kookaburra Resources Ltd.*" or such other name as may be determined by the board of directors and approved by the regulatory authorities.

The consolidation and name change are subject to regulatory and shareholder approvals. Shareholders' approval will be sought at a special meeting to be held on or about February 10, 2006.

On behalf of the Board

"Graeme Robinson"

Graeme Robinson, President

The TSX Venture Exchange has not reviewed and does not accept responsibility for the adequacy or accuracy of this release.