FORM 51-102F3
Material Change Report

1. Name and Address of Company:

Yangarra Resources Inc.
#1530, 715 – 5th Avenue S.W.
Calgary, AB T2P 2X6

2. Date of Material Change:

November 9, 2005

3. News Release:

November 9, 2005

4. Summary of Material Change:

Yangarra Resources Ltd. (the company formed by the amalgamation of Yangarra Resources Inc. ("Yangarra") (TSX-V: AYX) and TriOil Ltd. ("TriOil") (TSX V: TRY)) is pleased to announce that Yangarra and TriOil have completed their previously announced amalgamation (the "Amalgamation") to form a new oil and natural gas exploration and development company under the name "Yangarra Resources Ltd." ("Amalco"). The Amalgamation was completed today after the receipt of shareholder approval of each of Yangarra and TriOil by 92% and 93% of the shareholders of each of Yangarra and TriOil, respectively, at special meetings of the shareholders of Yangarra and TriOil held earlier today.

5. Full Description of Material Change:

See press release attached as Schedule "A" hereto.

6. Reliance on Subsection 7.1(2) or (3) of National Instrument 51-102 *Continuous Disclosure Obligations*:

Not Applicable

7. Omitted Information:

Not Applicable

8. Executive Officer Knowledgeable of Material Change:

James G. Evaskevich, President and Chief Executive Officer
Telephone: (403) 262-9558 ext. 224

9. Date of Report:

November 9, 2005

SCHEDULE "A"

For Immediate Release

Yangarra Resources Ltd. Announces Completion of Amalgamation

November 9, 2005
Calgary, Alberta

Yangarra Resources Ltd. (the company formed by the amalgamation of Yangarra Resources Inc. ("Yangarra") (TSX-V: AYX) and **TriOil Ltd. ("TriOil") (TSX-V: TRY))** is pleased to announce that Yangarra and TriOil have completed their previously announced amalgamation (the "Amalgamation") to form a new oil and natural gas exploration and development company under the name "Yangarra Resources Ltd." ("Amalco"). The Amalgamation was completed today after the receipt of shareholder approval of each of Yangarra and TriOil by 92% and 93% of the shareholders of each of Yangarra and TriOil, respectively, at special meetings of the shareholders of Yangarra and TriOil held earlier today.

Pursuant to the terms of the Amalgamation, TriOil shareholders received 1.0 common share of Amalco for each 1.0 common share of TriOil owned, and shareholders of Yangarra received 0.95 common shares of Amalco for each common share of Yangarra owned. After the completion of the Amalgamation, Amalco has approximately 53,431,483 common shares outstanding, on a basic basis.

Final TSX Venture Exchange Inc. acceptance is expected to be obtained later this week after the completion of final filings. Amalco expects the common shares of Amalco to commence trading on TSX Venture next week under the symbol "YAN".

About Amalco

Amalco has approximately 700 boe/d of net production with an additional 300 boe/d of net production behind pipe, which is scheduled to be on stream by December 31, 2005.

The board of directors of Amalco consists of James G. Evaskevich, Robert D. Weir, Gordon A. Bowerman, Joseph M. Dutton and Douglas Stuve.

For further information contact:

Yangarra Resources Ltd.
Suite 1530, 715 – 5th Avenue S.W.
Calgary, AB T2P 2X6
Attn: James G. Evaskevich
Telephone: (403) 262-9558 ext. 224

This press release shall not constitute an offer to sell or a solicitation of an offer to buy securities in any jurisdiction. The common shares of Amalco will not be and have not been registered under the United States Securities Act of 1933, as amended, and may not be offered or sold in the United States, or to a U.S. person, absent registration or applicable exemption therefrom.

Except for historical information contained herein, this news release contains forward-looking statements that involve risks and uncertainties. Actual results may differ materially. Yangarra will not update these forward-looking statements to reflect events or circumstances after the date hereof. More detailed information about potential factors that could affect financial results is included in the documents filed from time to time with the Canadian securities regulatory authorities by Yangarra.

The TSX Venture Exchange Inc. does not accept responsibility for the adequacy or accuracy of this press release.