MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Bridge Resources Corp. ("**Bridge**")
1580 Lincoln Street, Suite 1110
Denver, Colorado, U.S.A. 80203

Item 2 Date of Material Change

March 16, 2011

Item 3 News Release

A press release disclosing the material change was issued through the facilities of Marketwire on March 16, 2011.

Item 4 Summary of Material Change

On March 16, 2011 Bridge announced that it had completed the previously announced sale of its wholly-owned subsidiary Bridge North Sea Ltd. ("**BNSL**") to Perenco UK Limited ("**Perenco**") and agreed financial restructuring terms with the Royal Bank of Scotland plc ("**RBS**"), National Australia Bank Limited ("**NAB**") and KBC Bank NV ("**KBC**") in respect of its senior debt facility.

Item 5.1 Full Description of Material Change

Effective February 15, 2011 Bridge executed the Share Purchase Agreement with Perenco for the sale of its wholly owned subsidiary BNSL.

Pursuant to the terms of the Share Purchase Agreement, Bridge agreed to sell BNSL to Perenco for an initial cash consideration of £5,500,000. In addition and on an ongoing basis, Bridge will be entitled to receive from Perenco 18% of any profits it generates from UK Petroleum Production Licence P.1061 that contains the Durango Field. This deferred consideration equates to a 25% net profits interest on a tax-adjusted basis. Bridge will also retain the revenues from the balance of back out gas accrued to BNSL.

The cash component from the sale of BNSL, £5,500,000 (approximately $8,900,000) less Stellar Energy Advisors Ltd. commission and fees relating to the sale of BNSL, is expected to be made available to Bridge Energy Inc., a wholly-owned US subsidiary of Bridge, for approved development costs and/or approved operating expenses in respect of Bridge's Idaho properties, subject to satisfaction of certain conditions precedent and at the discretion of the Lenders. This amount is expected to fully fund Bridge's 50% share of development costs through first production.

The sale of BNSL marks a strategic shift in geographic focus to the development of existing oil and gas assets in the onshore Western Idaho Basin of the United States.

Item 5.2 Disclosure of Restructuring Transactions

Not applicable.

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

Bridge is not relying on 7.1(2) with respect to the disclosure contained in this material change report.

Item 7 **Omitted Information**

No information has been omitted in the material change report on the basis that it is confidential information.

Item 8 **Executive Officer**

For further information, please contact Edward J. Davies, Chief Executive Officer of Bridge at (303) 831-9022.

Item 9 **Date of Report**

March 18, 2011

Forward-Looking Information Advisory

*This material change report contains certain forward-looking information and forward-looking statements (collectively, "**forward-looking information**") under the meaning of applicable securities laws. The use of the words "expected", "potential", "planned", "estimated," "will" and similar words identify forward-looking information. In particular, but without limiting the foregoing, this material change report contains forward-looking information regarding expectations of the results from divestitures or strategic alternatives, ongoing obligations with respect to UK Petroleum Production Licence Number P.1061, commerciality of any discovery, future operations, operating costs, commodity prices, administrative costs, commodity price risk management activity, acquisitions and dispositions, capital spending, access to credit facilities, income and oil taxes, regulatory changes, and other components of cash flow and earnings.*

The forward-looking information contained in this material change report reflects several material factors and expectations and assumptions of Bridge. Undue reliance should not be placed on this forward-looking information, as there can be no assurance that the plans, intentions or expectations upon which they are based will occur. While management believes that the expectations and assumptions underlying such forward-looking information are accurate, the reader is cautioned that the expectations and assumptions used in the preparation of such information may prove to be incorrect. Assumptions contained in such forward-looking information include, but are not limited to, the assumption respecting the percentage of profits Bridge will be entitled to from UK Petroleum Production Licence Number P.1061.

The forward-looking information contained in this material change report is subject to risks, uncertainties and other factors that could cause actual results or outcomes to differ materially from those contemplated by the forward-looking information. Events or circumstances may cause actual results to differ materially from those predicted, a result of numerous known and unknown risks, uncertainties, and other factors, many of which are beyond the control of Bridge. These risks include, but are not limited to: general risks associated with the oil and gas industry and the exploration, development and production of oil and natural gas; risks associated with changes in commodity prices and exchange rates; there can be no certainty that any profits will be generated from UK Petroleum Production Licence Number P.1061. Industry related risks could include, but are not limited to, operational risks in development and production, delays or changes in plans, risks associated to the uncertainty of reserve estimates, or reservoir performance, health and safety risks and the uncertainty of estimates and projections of production, costs and expenses. Further information on potential factors that could affect Bridge are included in risks detailed from time to time in Bridge's continuous disclosure documentation including it's annual and quarterly *management's discussion and analysis. Such filings are available under Bridge's profile on SEDAR at www.sedar.com.*

The forward-looking information contained herein is expressly qualified in its entirety by this cautionary statement. The forward-looking information included in this material change report is made as of the date of this material change report and Bridge disclaims any intention or obligation to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, except as expressly required by applicable securities legislation.