

ROCCA RESOURCES LTD.

Suite 620 - 475 Howe Street
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FORM 27

SECURITIES ACT

MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE ACT

1. Reporting Issuer
ROCCA RESOURCES LTD.
Suite 620 - 475 Howe Street
Vancouver, British Columbia
V6C 2B3
Phone No. (604) 681-1568
2. Date of Material Change
December 22, 1999
3. Press Release
December 22, 1999 through the facilities of the Market News Publishing, George Cross
Newsletter and Canada Stockwatch (Western Edition) .
4. Summary of Material Change
See attached news release dated for reference December 22, 1999
5. Reliance on Section 85(2) of the Act
Not Applicable
6. Omitted Information
Not Applicable
7. Senior Officers
David Hodge, President
8. Statement of Senior Officer
The foregoing accurately discloses the material change referred to herein.

Dated at Vancouver, British Columbia on the 22st day of December, 1999.

Yours truly,

ROCCA RESOURCES LTD.

"David Hodge"
David Hodge, *President*

December 22, 1999

Trading Symbol: V.RRL

Chalk.com Media Network to Air SiegeSoft on Television, Radio and Internet

Rocca Resources Ltd. announce SiegeSoft Systems to be featured by Chalk.com Media Network beginning December 26, 1999. Chalk.com Media Network is comprised of the Dave Chalk's Computer Show, Chalk Video Minutes, Chalk Talk Radio and <http://www.chalk.com>. Dave Chalk is a well respected software and hardware critic and his reviews can also be seen on [Yahoo! Shopping](#).

Dave Chalk's Computer Show, aimed at businesses and a wide range of computer users, attempts to take a non-technical look at computers. In the show, Dave Chalk and co-host Mike Agerbo look at the latest in computer hardware and software, showing viewers the ins and outs of technology. The show is broadcast nationally in Canada, to selected US cities on television and internationally from the <http://www.chalk.com> website. For the viewing time in your area, check the following list:

California

KFTY - Santa Rosa Sat/Sun 10:00am & Sunday 3:00pm
KVIQ - Eureka Saturday 5:00pm & Sunday 2:30am
KCBA - Salinas T.B.A.
KCOY - Santa Maria T.B.A.
KION - Salinas Saturday 11:30pm
KGET - Bakersfield T.B.A.
UPN13 - San Diego Saturday 8:00pm

Oregon

KMTR - Springfield Saturday 11:00am
KMTZ - Coos Bay Saturday 11:00am
KMTX - Roseburg Saturday 11:00am

Washington

KVOS - Bellingham Mon-Fri 1:00am & Sunday 1:30pm

Alaska

KTVF - Fairbanks T.B.A.

Louisiana

KTTE - Baton Rouge Tue & Thurs 7:30pm Sunday
9:30pm

New York

WIXT - East Syracuse Saturday 12:30pm
WIVT - East Syracuse Saturday 12:30pm
WOKR - Rochester T.B.A.
WUTR - Utica T.B.A.

BC

BCTV - Vancouver Sunday 1:00pm
CHEK - Victoria Sunday 1:00pm

Alberta

CITV - Edmonton Mon-Fri 2:30pm & Saturday 12:30pm
CICT - Calgary Mon-Fri 2:30pm & Saturday 12:30pm
CISA - Lethbridge Saturday 11:30am
RDTV Red Deer Saturday 12:30pm

Ontario

ONTV - Ontario Mon-Thur 2:30pm & Sunday 4:30pm

Quebec

CFCF - Quebec Sunday 12:30pm

Dave Chalk's Computer Show is shown internationally on **Canadian Airlines**. All Canadian inbound and outbound flights air a special version of the show. SiegeSoft may be seen on these flights during January and February, 2000.

Computer Chalk Talk is a syndicated national radio show airing Saturday mornings on WIC Radio Network in Canada. Chalk Talk is also available through the Internet using Real Audio technology. With co-host Mike Agerbo, Dave talks about the latest computer gear, chats with special guests and takes listeners' calls. Rocca Resources Ltd. has paid some of the production costs for the Siegesoft.com portion of the show.

In addition to the above, SiegeSoft's coverage will be made available to view on the <http://www.chalk.com> and <http://www.siegesoft.com> websites. A winner of several major net awards, chalk.com receives millions of hits every month.

"At the Chalk.com Network, we field many questions concerning security and the Internet. The Internet has a wide range of security issues which include everything from viruses to unwanted content. We realize the importance of security and the fact that it is possible for people to gather data about you, your computer, and your habits while surfing the Internet. In some cases, this is acceptable and may be beneficial to the individuals and businesses which are using the Internet; however, there are cases in which these same people may wish to protect their identity and surf the Internet anonymously. I have tested SiegeSoft's browsers and they work; I feel completely confident in SiegeSoft's ability to allow individuals to explore the web in anonymity." said Mike Agerbo, Vice-President Chalk Media Network.

ON BEHALF OF THE BOARD OF DIRECTORS

ROCCA RESOURCES LTD.

Per: "Shaun Ledding" _____
Shaun Ledding, Vice President Corporate Development

The Canadian Venture Exchange has neither approved nor disapproved the information contained herein.