This is the form of material change report required under Section 85(1) of the ***Securities Act*** and section 151 of the ***Securities Rules***.

BC FORM 53-901F
(formerly Form 27)

Securities Act

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

NOTE: This form is intended as a guideline. A letter or other document may be used if the substantive requirements of this form are complied with.

NOTE: If this report is filed on a confidential basis, put at the beginning of the report in block capitals "CONFIDENTIAL - SECTION 85", and in an envelope marked "Confidential - Attention: Supervisor, Financial Reporting".

Item 1. Reporting Issuer

Oromin Explorations Ltd.
Suite 2000, 1055 West Hastings Street
Vancouver, B.C.
V6E 2E9

Item 2. Date of Material Change

February 1, 2006

Item 3. Press Release

February 2, 2006, Vancouver, B.C.

Item 4. Summary of Material Change

See attached news release.

Item 5. Full Description of Material Change

See attached news release.

Item 6. Reliance on Section 85(2) of the Act

Not applicable

Item 7. Omitted Information

There are no other proposed material changes in the affairs of the Issuer which have not been disclosed in this form.

Item 8. Senior Officers

Enquiries may be directed to J.G. Stewart, the Issuer's Secretary at 604-331-8772

Item 9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to here.

Dated at Vancouver, B.C. this 2nd day of February, 2006.

OROMIN EXPLORATIONS LTD.

By: *"James G. Stewart"*
Secretary
(Official Capacity)
J.G. Stewart
(Please print here name of individual whose signature appears above.)

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OROMIN Suite 2000, Guinness Tower, 1055 West Hastings Street, Vancouver, B.C. Canada V6E 2E9

EXPLORATIONS LTD. **Tel**: (604) 331-8772 **Fax**: (604) 331-8773 **E-mail**: info@oromin.com

February 2, 2006

Trading Symbol: TSX Venture – OLE
Web Site: www.oromin.com

OROMIN CLOSES FINAL TRANCHE OF $6 MILLION FINANCING

Further to its news release of December 12, 2005, **Oromin Explorations Ltd.** (TSX-V:OLE) is pleased to report that it has closed the final tranche of the non-brokered private placement. 4,117,647 units were issued at a price of $0.85 per unit to generate gross proceeds of $3,500,000 that will be used primarily to fund its next phase of work on its Sabodala Property in eastern Sénégal. Each unit consists of one share and one half share purchase warrant, every whole warrant entitling the purchase of one additional share of Oromin at a price of $1.20 per share until February 1, 2008. The warrants are subject to forced conversion provisions whereby after June 1, 2006 and until the expiry date of the warrants, if the weighted average trading price of Oromin's shares exceeds $2.40 for fifteen consecutive trading days, Oromin may, within thirty days of such fifteen consecutive trading day period, provide notice that the warrants will expire within thirty days following the provision of such notice if not exercised. All securities issued pursuant to this placement are subject to a four month hold period expiring on June 1, 2006.

Further to its news release of September 30, 2005, Oromin is also pleased to report that the series of loans totalling $625,000 has been converted into 1,388,887 units of Oromin, each unit consisting of one common share of Oromin and one non-transferable share purchase warrant entitling the purchase of an additional share of Oromin at a price of $0.45 per share until February 1, 2008.

To find out more about **Oromin Explorations Ltd. (TSX-V:OLE)**, visit www.oromin.com.

On behalf of the Board of Directors of
OROMIN EXPLORATIONS LTD.

"Chet Idziszek"
Chet Idziszek, President