

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**

June 1<sup>st</sup>, 2009

Item 3. **Press Release**

May 28, 2009, Vancouver, B.C.

Item 4. **Summary of Material Change**

Issuer announces private placement of common shares.

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 1<sup>st</sup> day of June, 2009.

**OROMIN EXPLORATIONS LTD.**

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

# OROMIN

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

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## EXPLORATIONS LTD.

Tel: (604) 331-8772      Toll-free (877) 529-8475  
Fax: (604) 331-8773      E-mail: info@oromin.com

May 28, 2009

Trading Symbol: TSX - OLE  
OTC/BB - OLEPF  
Web Site: www.oromin.com

### **OROMIN EXPLORATIONS LTD. ANNOUNCES PRIVATE PLACEMENT OF COMMON SHARES TO GENERATE PROCEEDS OF UP TO C\$20,000,000**

*THIS NEWS RELEASE DOES NOT CONSTITUTE AN OFFER TO SELL OR A SOLICITATION OF AN OFFER TO BUY ANY OF THE SECURITIES IN THE UNITED STATES. THE SECURITIES HAVE NOT BEEN AND WILL NOT BE REGISTERED UNDER THE UNITED STATES SECURITIES ACT OF 1933, AS AMENDED (THE "U.S. SECURITIES ACT") OR ANY STATE SECURITIES LAWS AND MAY NOT BE OFFERED OR SOLD WITHIN THE UNITED STATES UNLESS AN EXEMPTION FROM SUCH REGISTRATION IS AVAILABLE.*

**Vancouver, B.C., May 28 2009** - Oromin Explorations Ltd. (OLE - TSX) announced today that it has entered into an agreement pursuant to which a group of agents has agreed to complete a best efforts private placement of common shares at a price of \$0.70 per share to raise up to C\$15,000,000. The agents have been provided with an option to increase the size of the placement by an additional \$5,000,000, which option must be exercised at least 48 hours prior to the closing of the placement.

The closing of the placement of the common shares is expected to occur on or about June 16, 2009 and is subject to receipt of all necessary regulatory approvals, including that of the Toronto Stock Exchange.

Proceeds of the placement will be used for Oromin's Sabodala gold project in Sénégal and its Santa Rosa Dome oil and gas project in Argentina as well as for general working capital.

The Company has agreed to pay the agents a commission of 7% of the gross proceeds of the Placement.

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

***"Chet Idziszek"***

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Chet Idziszek, President