This is a form of a material change report required under Section 85(1) of the *Securities Act* (British Columbia).

FORM 53-901.F
Securities Act

MATERIAL CHANGE REPORT

Item 1. **Reporting Issuer**

International Samuel Exploration Corp. (the "Issuer")
410-777 Dunsmuir Street
Vancouver, British Columbia V7Y 1G5
Telephone: (604) 688-5866

Item 2. **Date of Material Change**

October 5, 2004

Item 3. **Press Release**

Press release was issued in Vancouver, British Columbia for distribution on October 5, 2004.

Item 4. **Summary of Material Change**

Acquisition of interest in Qulliq Property.

Item 5. **Full Description of Material Change**

International Samuel Exploration Corp. (the "Company"), is pleased to announce receipt of TSX acceptance to an agreement with Hunter Exploration Group, ("Hunter"), a private British Columbia company, pursuant to which the Company has acquired from Hunter an 80% interest in the diamond rights to approximately 870,000 acres of mineral claims in the Chesterfield Inlet – Hazard Hills area, Nunavut, known as the "Qulliq Property". To earn its 80% interest, the Company has agreed to pay staking costs of approximately $825,000 (which sum has been paid), and issue to Hunter 300,000 units upon regulatory acceptance; each unit shall consist of one common share and one non-transferable share purchase warrant to purchase an additional share at a price of $0.25 per share for a period of two years. Shares issued as a result of this transaction, including shares issued upon exercise of the warrant, will be subject to a four month hold period expiring February 5, 2005.

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

No reliance is made on Section 85(2) as to confidentiality.

Item 7. **Omitted Information**

Not applicable.

Item 8. **Senior Officers**

The Senior Officer of the Issuer who is knowledgeable about the material change and the report is Conrad Swanson, Chief Executive Officer (604) 688-5866.

Item 9. **Statement of Senior Officer**

The foregoing accurately discloses the material change referred to herein.

Dated this 5th day of October, 2004.

By: _____"Conrad Swanson"______________________________
President and Chief Executive Officer
(Official Capacity)