FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. **Name and Address of Company**

International Samuel Exploration Corp. (the "Issuer")
888 – 700 West Georgia Street
PO Box 10351
Vancouver, BC V7Y 1C5

Item 2. **Date of Material Change**

November 13, 2007

Item 3. **News Release**

The press release is dated November 14, 2007 and was released through various approved public media and filed via SEDAR with the TSX Venture Exchange and the British Columbia and Alberta Securities Commissions.

Item 4. **Summary of Material Change**

The Issuer announced it has closed its previously announced non-brokered private placement (the "Private Placement") of 6,975,000 units (each a "Unit") at a purchase price of $0.10 per Unit raising aggregate gross proceeds to the Issuer of $697,500.

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

The Issuer announced that it has closed the Private Placement of 6,975,000 Units at a purchase price of $0.10 per Unit raising total gross proceeds to the Issuer of $697,500. Each Unit consisted of one common share and one-half of one non-transferable common share purchase warrant (each whole warrant a "Warrant"). Each Warrant entitles the holder to purchase one additional common share at an exercise price of $0.20 per share for a period of one year until November 13, 2008.

Canaccord Capital Corporation ("Canaccord") acted as a finder pursuant to a finder's fee agreement between the Issuer and Canaccord dated October 17, 2007 and was paid a finder's fee of 492,000 units (the "Finder's Units") of the Issuer, equal to 8% of the Units sold to purchasers introduced to the Issuer by Canaccord. Canaccord also received an administration fee of 150,000 units (the "Administration Units") of the Issuer. The Finder's Units and the Administration Units have the same terms as the Units issued to the purchasers under the Private Placement.

All securities issued in relation to the Private Placement are subject to a four month hold period which expires on March 14, 2008.

Item 6. **Reliance on Section 7.1(2) or (3) of National Instrument 51-102**

Not Applicable

Item 7. **Omitted Information**

Not Applicable

Item 8. **Executive Officer**

The following Executive Officer of the Issuer is knowledgeable about the material change and may be contacted as follows:

Conrad Swanson
President and Chief Executive Officer

Telephone: (604) 718-5454

Item 9. **Date of Report**

November 22, 2007.