

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

**BC FORM 53-901F
(Previously Form 27)**

Securities Act

MATERIAL CHANGE REPORT

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 file in an envelope marked "Confidential – Attention: Supervisor, Financial Reporting".

Item 1: Reporting Issuer

International Samuel Exploration Corp.,
#888 – 700 West Georgia Street, Vancouver, B.C. V7Y 1G5.
Telephone: 604-718-5454
Fax: 604-646-2054

Item 2: Date of Material Change

December 17, 2008.

Item 3: Press Release

The news release was disseminated on December 17, 2008 in Vancouver, British Columbia.

Item 4: Summary of Material Change

International Samuel Exploration Corp. (the "Company") announced that at its Annual & Special General Meeting (the "Meeting") held today, the shareholders approved all of the resolutions proposed by the Board of Directors, including the adoption of new Articles, an increase in authorized capital and a consolidation of the Company's shares.

Item 5: Full Description of Material Change

International Samuel Exploration Corp. (the "Company") is pleased to announce that at its Annual & Special General Meeting (the "Meeting") held today, the shareholders approved all of the resolutions proposed by the Board of Directors, including the adoption of new Articles, an increase in authorized capital and a consolidation of the Company's shares.

Subsequent to the Meeting, the Board of Directors approved the share consolidation ratio on a one (1) new common share without par value for every twenty (20) existing common shares without par value basis. The completion of the share consolidation is subject to TSX Venture Exchange acceptance.

Item 6: Reliance on section 85 (2) of the Act

N/A.

Item 7: Omitted Information

There is no omitted information.

Item 8: Senior Officers

The following executive officer of the Company is knowledgeable about the material change disclosed in this report.

Conrad Swanson, President, 604-718-5454.

Item 9: Statement of Senior Officer

"The foregoing accurately discloses the material change referred to herein."

Dated this 6th day of January, 2009 at Vancouver, British Columbia.

Conrad Swanson

Conrad Swanson, President