FORM 51-102F3

MATERIAL CHANGE REPORT

1. Reporting Issuer

State the name and address of the principal office in Canada of the reporting issuer

Britannica Resources Corp.
153 A , Avenue Perreault
Val-d'Or, Quebec J9P 2H1
Tel: (819) 825-8088

2. Date of Material Change

January 16, 2007

3. Press Release

State the date and places of issuance of the press release issued pursuant to Section 7.1 of NI 51-102.

This news release was issued on January 16, 2007 through Canada Stockwatch, Market News Publishing Inc. and other dissemination services.

4. Summary of material change:

Provide a brief but accurate summary of the nature and substance of the material change.

The Issuer announced that diamond drilling on the Revillard option/joint venture agreement with Northern Star Mining Corp. has begun.

Drilling equipment arrived on the property and was set up on January 15, 2007 as originally scheduled. Drilling of the first hole has begun as of today's date. The Issuer is scheduling a minimum 15,000 foot program on the surface zones discovered in 2006.

The Issuer has also begun initial reconnaissance and geological compilation on the McKenzie Break project prior to undertaking a planned diamond drill exploration program.

As well, the Issuer wishes to retract historical resource estimates contained in press releases dated March 29, 2006, September 20, 2006, November 30, 2006 and

December 5, 2006, as these resource estimates are not compliant with National Instrument 43-101 and should not be relied upon.

5. Full Description of Material Change

The Issuer announced that diamond drilling on the Revillard option/joint venture agreement with Northern Star Mining Corp. has begun.

Drilling equipment arrived on the property and was set up on January 15, 2007 as originally scheduled. Drilling of the first hole has begun as of today's date. The Issuer is scheduling a minimum 15,000 foot program on the surface zones discovered in 2006.

The Issuer made an initial surface gold discovery on the Revillard project this past summer over a magnetic high anomaly coincident with a number of induced polarization anomalies (press release October 24, 2006).

The magnetic anomaly, reflecting an iron rich altered zone is over 900 meters in length and 300 meters in width and is open in both directions. The anomaly is located on the Kewagama/Blake River contact, one of the best potential geological sections in the area, with the Kewagama sediments to the north and the Blake River basic and felsic volcanics to the south.

The initial discovery revealed an intensely altered and sheared zone consisting of chloritic, ankeritic and silicate alteration and enrichment, with mineralization consisting of pyrite, chalcopyrite and free gold.

The Issuer undertook further exploration some 300 meters to the northwest and discovered the continuation of the alteration zone, with the added presence of copper and zinc mineralization in the form of bornite and malachite as copper bearing minerals (press release November 7, 2006).

Grab samples previously announced (press release November 7, 2006) returned the following:

	Gold (g/t)	Silver (g/t)	Copper (ppm)	Zinc (ppm)
Rev 296	5.97	4.4	1450	75
Rev 297	0.164	5.6	1875	340
Rev 298	56.1	13.3	2640	1825
Rev 299	5.57	4.5	1605	3140
Rev 300	4.21	8.6	3930	2210
Rev 301	5.70	0.9	52	57

All samples were assayed using a standard AA finish at ALS Chemex in Val-d'Or, Quebec. Claude Larouche, P.eng. is the qualified person on the project

The presence of copper, gold, silver and zinc mineralization within a magnetic high anomaly, coincident with I.P. anomalies and located at the Kewagama/Blake River contact demonstrates the high potential of the property.

Finally the Issuer completed on Infini TEM geophysical survey over the discovery areas, and results indicate the presence of a strong conductor, coincident with the magnetic anomaly, which may correspond to massive sulphide mineralization of the VMS type (volcanogenic massive sulphide). A number of discrete IP (induced polarization) anomalies from previous work carried out by Northern Star Mining are also coincident with the above.

The Issuer is very excited by these significant results obtained from the start up of its exploration programs.

The project is located on an important contact horizon (Kewagama/Blake River) which, some 10 km to the west contains the following producing gold and base metal mines: Laronde Agnico Eagle, Bousquet, Doyon and a number of past producing mines including O'Brien, Kewagama, and Cadillac. To the east the past producing Camflo Gold Mines is also located on this horizon.

A Quebec government report states "…the Eastern Blake River group emphasizes the strong gold potential in these rocks. This also shows that certain areas located very near established mining camps, such as the Doyon-Bousquet-Laronde camp, still remain unexplored" (ref. M.R.N. report 2004 32 D/7).

The Revillard project is a joint venture consisting of 21 claims comprising 880 hectares (see news release March 21, 2006).

The Issuer has also begun initial reconnaissance and geological compilation on the McKenzie Break project prior to undertaking a planned diamond drill exploration program.

As well, the Issuer wishes to retract historical resource estimates contained in press releases dated March 29, 2006, September 20, 2006, November 30, 2006 and December 5, 2006, as these resource estimates are not compliant with National Instrument 43-101 and should not be relied upon.

Further news will be announced when available.

6. Reliance on Section 7.1 of NI 51-102

This report is not being filed on a confidential basis.

7. Omitted Information

There is no Omitted information

8. Executive Officers

Jeffrey Cocks, Chairman
819-825-8088

9. Statement of Executive Officer

The foregoing accurately discloses the material change referred to herein

Dated at Val d'Or, Quebec this 16th day of January, 2007

"Jeffrey Cocks"

Name: Jeffrey Cocks
Chairman