

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) 825-9311**

2. Date of Material Change

June 18, 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 June 18, 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 all resolutions tabled at the Company's Annual General Meeting on Friday, June 15, 2007 were unanimously approved by the shareholders.

The Issuer's newly elected board of directors and management team consists of Mr. Jeffrey Cocks, President and Director, Mr. Jonathan Awde, B.Comm, Corporate Secretary and Director, Mr. Eugene Gauthier, P.Eng, Director and Ms. Bentia Silas, Director.

5. Full Description of Material Change

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The Issuer would also like to thank past directors Mr. Brian Staples, Mr. Fernand Valiquette and Mr. Lee Balak for their past efforts on behalf of the Company.

The Issuer expects to provide an update on its current corporate activities and ongoing exploration programs in the near future as soon as results become 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
819-825-9311**

9. Statement of Executive Officer

The foregoing accurately discloses the material change referred to herein

Dated at Val d'Or, Quebec this 19th day of June, 2007

"Jeffrey Cocks"

**Name: Jeffrey Cocks
Chairman**