

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of the Company

Britannica Resources Corp.
153A Perreault Ave.
Val d'Or, Quebec, J9P 2H1

(the "Issuer")

Item 2. Date of Material Change

June 18, 2010

Item 3. Press Release

The press release was disseminated through Canada Stockwatch and Market News, and other dissemination services on June 18, 2010.

Item 4. Summary of Material Change

The Issuer announced that all resolutions tabled at the Issuer's Annual General Meeting on Thursday, June 17, 2010 were unanimously approved by the shareholders.

The Issuer's newly elected board of directors and management team consists of Mr. Michel David, President and Director, Mr. Jeffrey Cocks, Corporate Secretary and Director, Mr. Eugene Gauthier, P.Eng, Director, Ms. Benita Silas, Director, and Mr. Lawrence Hoffman, Director.

The Issuer would also like to thank past director Ms. Kelly Russell for her past efforts on behalf of the Issuer.

Item 5. Full Description of Material Change

See attached News Release.

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

Nothing in this form is required to be maintained on a confidential basis.

Item 7. Omitted Information

Not applicable.

Item 8. Executive Officer

Michel David, President (Tel: 819 825-9311)

Item 9. Date of Report

June 18, 2010

BRITANNICA RESOURCES CORP.

By:

"Michel David"

President
(Official Capacity)

Michel David
(Please print here name of individual whose
signature appears above.)



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TSX Venture SYMBOL: BRR (www.brrgold.com)

June 18, 2010

All Resolutions Passed At the Annual General Meeting

Britannica Resources Corp. ("the Company"; BRR – TSX Venture is pleased to announce that all resolutions tabled at the Company's Annual General Meeting on Thursday, June 17, 2010 were unanimously approved by the shareholders.

The Company's newly elected board of directors and management team consists of Mr. Michel David, President and Director, Mr. Jeffrey Cocks, Corporate Secretary and Director, Mr. Eugene Gauthier, P.Eng, Director, Ms. Benita Silas, Director, and Mr. Lawrence Hoffman, Director.

The Company would also like to thank past director Ms. Kelly Russell for her past efforts on behalf of the Company.

The Company expects to provide an update on current corporate activities and exploration programs in the near future.

ON BEHALF OF THE BOARD

"Michel David"

Michel David
President

FOR FURTHER INFORMATION PLEASE CONTACT: Britannica Resources Corp.

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This press release contains certain "Forward-Looking Statements" within the meaning of Section 21E of the United States Security Exchange Act of 1934, and involves a number of risks and uncertainties. Important factors that could cause actual results to differ materially from the Company's expectations are disclosed in the Company's documents filed from time to time with the TSX Venture Exchange and the British Columbia Securities

Commission. All statements, other than of historical fact, included herein are forward-looking statements that involve various risks and uncertainties. There can be no assurance that such statements will prove to be accurate, and actual results and future events could differ materially from those anticipated in such statements. Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.