

Form 27

**Securities Act
MATERIAL CHANGE REPORT
Under Section 85(1) of the Act**

Item 1 **Reporting Issuer**

ADMIRAL BAY RESOURCES INC.
Suite #910, 510 Burrard Street
Vancouver, B.C.
V6C 3A8

Telephone: (604) 685-3929
Fax: (604) 682-6038

Item 2 **Date of Material Change**

December 3, 1999 - Vancouver, British Columbia

Item 3 **Press Release**

December 3, 1999

Item 4 **Summary of Material Change**

Admiral Bay Resources announces that Mr. Randy G. Harris of Reno, Nevada has been appointed as Vice-President of Energy Marketing and Project Development, effective November 30, 1999.

Item 5 **Full Description of Material Change**

Management wishes to announce that Mr. Randy G. Harris of Reno, Nevada has been appointed as Vice-President of Energy Marketing and Project Development, effective November 30, 1999.

Mr. Harris graduated from the University of Nevada in 1975 with a B.Sc. in Electrical Engineering and has extensive knowledge in all phases of the Power and Utilities Industry. He recently retired from a senior executive position with a major utility company in which he was responsible for the energy line of business which included the strategy, planning and operation of 1300 megawatts of generated power and 400 megawatts of purchased power in his district, with his primary responsibilities being resource planning, generation operations, energy and fuel acquisition, energy sales, market research and new project development.

The management of Admiral Bay Resources is confident that the expertise of Mr. Harris will compliment the current team and put the Company in a stronger position to achieve corporate objectives.

Item 6 **Reliance on Section 85(2) of the Act**

Not applicable.

Item 7 **Omitted Information**

Not applicable.

Item 8 **Senior Officers**

The following senior officer of the Issuer is knowledgeable about the material change and may be contacted by the Commission at the following:

Officer: Thomas J. Kennedy
 President

Telephone: (604) 685-3929

Fax: (604) 682-6038

Address: Admiral Bay Resources Inc.
 Suite #910, 510 Burrard Street
 Vancouver, B.C.
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Item 9 **Statement of Senior Officer**

The foregoing accurately discloses the material change referred to herein.

December 3, 1999

(date)

Thomas J. Kennedy

(signature)

Thomas J. Kennedy

(name)

President

(position)

Vancouver, B.C.

(place of declaration)

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