FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. **Name and Address of Company**

State the full name of your company and the address of its principal office in Canada.

Sennen Resources Ltd.
Suite 408 – 837 West Hastings St.
Vancouver, B.C., V6C 3N6
Telephone: 604-685-6851

Item 2. **Date of Material Change**

October 13, 2004

Item 3. **News Release**

State the date and method(s) of dissemination of the news release issued under section 7.1 of National Instrument 51-102.

The press release was released on **October 13, 2004** to the TSX Venture Exchange, on which the Issuer's shares are listed and through various other approved public media.

Copy of the Press Release is attached as Schedule "A"

Item 4. **Summary of Material Change**

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

SENNEN WITHDRAWS FROM GUYANA PROJECTS

Item 5. **Full Description of Material Change**

Mr. Ian Rozier, President of Sennen Resources Ltd. reports that the Company has decided to withdraw from the Five Star/Makapa Project in northwest Guyana.

Extensive exploration work was conducted in Guyana during 2004, particularly on the Makapa Zone where previous field mapping and drilling had indicated the presence of several high grade quartz veins. Having reviewed the results from diamond drilling (released on April 26, 2004 and August 20, 2004), the Board of Directors has decided that the dilution of the Company resulting from a required financing, and the issuance of shares to the vendors, is not warranted in order to continue with the project based on results to date. Accordingly, the Company has informed the vendors that it will not be continuing with its option agreement to acquire the shares of Makapa Mining Inc.

Mr. Hilbert Shields has resigned from the Board of Directors of the Company in order to continue with his efforts to finance the Guyana projects and the Company wishes him every success in his endeavours.

The Company still retains Mineral Development Licences ("MDL's") and Exploration for Permits ("EPC's") for extensive coal deposits located in Queensland, Australia (see news release dated July 15th, 2004) and is currently reviewing its options with respect to these projects in light of renewed interest in the coal sector.

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

If the report is being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102, state the reasons for such reliance.

INSTRUCTION

Refer to subsections 7.1(4), (5), (6) and (7) of National Instrument 51-102 concerning continuing obligations in respect of reports filed under subsection 71.(2) or (3) of National Instrument 51-102.

Not Applicable

Item 7. **Omitted Information:**

State whether any information has been omitted on the basis that it is confidential information.

In a separate letter to the applicable regulator or securities regulatory authority marked "Confidential" provide the reasons for your company's omission of confidential significant facts in the Report in sufficient detail to permit the applicable regulatory or securities regulatory authority to determine whether to exercise its discretion to allow the omission of these significant facts.

INSTRUCTION

In certain circumstances where a material change has occurred and a Report has been or is about to be field but subsection 71.(2), (3) or (5) of National Instrument 51-102 is not or will no longer be relied upon, your company may nevertheless believe one or more significant facts otherwise required to be disclosed in the Report should remain confidential and not be disclosed or not be disclosed in full detail in the Report.

Not Applicable

Item 8. **Executive Officer**

Give the name and business telephone number of an executive officer of your company who is knowledgeable about the material change and the Report or an officer through whom such executive officer may be contacted.

Barbara Dunfield, President
Telephone: (604) 685-6851

Item 9. **DATED at Vancouver, this 13th day of October, 2004.**

SCHEDULE "A"

SENNEN RESOURCES LTD.
#408 – 837 West Hastings Street
Vancouver, BC, Canada V6C 3N6
Tel: 604-685-6851 Fax: 604-685-6493

Date: October 13, 2004
Trading Symbol: SN (TSX Venture Exchange)

NEWS RELEASE

SENNEN WITHDRAWS FROM GUYANA PROJECTS

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For further information contact:
Barbara Dunfield
Chief Financial Officer
Email: ir@sennenresources.com