

**FORM 27**

**Securities Act (Ontario)**

**MATERIAL CHANGE REPORT UNDER SECTION 75(2) OF THE ACT**

**1. Reporting Issuer:**

Exall Resources Limited  
8 King Street East  
Suite 1700  
Toronto, Ontario M5C 1B5

**2. Date of Material Change:**

February 10, 2004

**3. Publication of Material Change:**

Press Release issued February 10, 2004

**4. Summary of Material Change:**

Exall Resources Limited announced on Tuesday, February 10, 2004 the remaining assays from the Phase II drill program, completed in 2003 on the Gold Eagle Mine Property, Red Lake, ON. Southern Star completed three reconnaissance drill holes on approximately 300 foot centers in a section running East-West and approximately 250 feet north of the Gold Eagle shaft. Each hole was drilled due East at a dip of -80°. All widths reported are core intersection lengths. The holes were positioned to test for the extension of the North – South striking ore bearing structures of the McKenzie Red Lake Mine, immediately north of the Gold Eagle Mine Property. The rock types encountered to date are considered typical examples of those associated with the McKenzie Island intrusive complex. The gold mineralization discovered is most commonly associated with structurally controlled zones of silicification / sericitisation and quartz veining.

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

Please see press release dated February 10, 2004 attached hereto as Schedule “A”.

**Senior Officer:**

Stephen G. Roman  
President  
Telephone: (416) 368-3949

**I, Stephen G. Roman, President,** certify that the foregoing accurately discloses the material change referred to herein.

**Signed** at Toronto, Ontario this 20<sup>th</sup> day of February, 2004.

*“Stephen G. Roman”*

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Stephen G. Roman, President  
Exall Resources Limited

IT IS AN OFFENCE FOR A PERSON TO MAKE A STATEMENT IN A DOCUMENT REQUIRED TO BE FILED OR FURNISHED UNDER THE ACT OR THIS REGULATION THAT, AT THE TIME AND IN THE LIGHT OF THE CIRCUMSTANCES UNDER WHICH IT IS MADE, IS A MISREPRESENTATION.



### HIGH GRADE INTERSECTED NORTH OF GOLD EAGLE SHAFT

Toronto, Ontario, February 10, 2004: Exall Resources Limited (EXL : TSX) and Southern Star Resources Inc. (SSR : TSXV) are pleased to announce the remaining assays from the Phase II drill program, completed in 2003 on the Gold Eagle Mine Property, Red Lake, ON.

#### McKenzie Extension

Hole Number	Dip	Feet			Au	
		From	To	Length	oz/t	
SS#6	-80	410.5	411.3	0.8	<b>0.93</b>	
		510.0	514.6	4.6	<b>0.26</b>	
		1,743.9	1750.5	<b>6.6</b>	<b>2.89</b>	
		(including)	1,743.9	1,745.2	1.3	<b>0.44</b>
		(including)	1,749.5	1,750.5	<b>1.0</b>	<b>18.50</b>
SS#8	-80	553.4	555.4	2.0	<b>0.11</b>	
		801.0	804.0	3.0	<b>0.32</b>	
SS#9	-80	563.7	564.7	1.0	<b>0.57</b>	
		917.0	918.2	1.2	<b>0.11</b>	
		1645.3	1646.8	1.5	<b>0.14</b>	

Southern Star completed the above three reconnaissance drill holes on approximately 300 foot centers in a section running East-West and approximately 250 feet north of the Gold Eagle shaft. Each hole was drilled due East at a dip of -80° (See Table above). All widths reported are core intersection lengths. The holes were positioned to test for the extension of the North – South striking ore bearing structures of the McKenzie Red Lake Mine, immediately north of the Gold Eagle Mine Property. The rock types encountered to date are considered typical examples of those associated with the McKenzie Island intrusive complex. The gold mineralization discovered is most commonly associated with structurally controlled zones of silicification / sericitisation and quartz veining.

Southern Star's management believes the results obtained to date support the hypothesis that the gold bearing structures of the McKenzie Red Lake Mine continue south onto the Gold Eagle Mine Property. The high grade gold intersections in hole SS#6 are approximately 700 feet below the previous workings of the Gold Eagle Mine. Drilling is continuing on this important exploration target.

The Phase III, 60,000 foot drill program commenced mid January, 2004, is drilling to extend the previously announced Discovery Zone west of the Gold Eagle shaft as well as drilling off the ice to test for the down dip extension of the Cochenour Willans Mine.

Southern Star has an option to earn a 50% interest in the Gold Eagle Mine Property by completing \$2,000,000 in exploration work as well as making cash and share option payments to Exall over the next 2 years.

Dr. James M. Patterson, Ph.D., P. Geo., DIC, is the qualified person within the meaning of National Instrument 43-101. Dr. Patterson has reviewed the exploration results contained in this news release. The statements made in this Press Release may contain forward-looking statements that may involve a number of risks and uncertainties. Actual events or results could differ materially from the Company's expectations and projections.

Exall Resources Limited is a Toronto Stock Exchange listed company that trades under the symbol EXL (S.E.C. registration #82-3535). Exall is active in its business of mining exploration and development, as well as oil and gas production from its facilities in Alberta.

There are currently 49.5 million common shares issued and outstanding.

**FOR FURTHER INFORMATION CONTACT:**

Stephen G. Roman, Chairman, President and CEO

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