This is the form of a material change report required under Section 85(1) of the Securities Act and section 151 of the Securities Rules.

FORM 27

SECURITIES ACT

MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE ACT

NOTE: This form is intended as a guideline. A letter or other document may be used if the substantive requirements of this form are complied with.

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NOTE: Every report required to be filed under section 85(1) of the Act shall be sent to the Commission in an envelope addressed to the Commission and marked "Continuous Disclosure."

NOTE: WHERE THIS REPORT IS FILED ON A CONFIDENTIAL BASIS PUT AT THE BEGINNING OF THE REPORT IN BLOCK CAPITALS "CONFIDENTIAL - SECTION 85", AND EVERYTHING THAT IS REQUIRED TO BE FILED SHALL BE PLACED IN AN ENVELOPE ADDRESSED TO THE SECRETARY OF THE COMMISSION MARKED "CONFIDENTIAL."

Item 1. *Reporting Issuer*

State the full name and address of the principal office in Canada of the reporting issuer.

Shamrock Resources Inc.
700, 839 - 5th Avenue S.W.
Calgary, AB
T2P 3C8

Item 2. *Date of Material Change*

November 9, 2000

Item 3. *Press Release*

State the date and place(s) of issuance of the press release issued pursuant to Section 85(1) of the Act.

A News Release dated and issued November 9, 2000 at Vancouver, British Columbia, through Vancouver Stockwatch, George Cross News Letter, Market News, the Canadian Venture Exchange, and the Securities and Exchange Commission.

Item 4. *Summary of Material Change*

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

See news release, a copy of which is attached hereto.

Item 5. Full Description of Material Change

Supplement the summary required under Item 4 with the disclosure which should be sufficiently complete to enable a reader to appreciate the significance of the material change without reference to other materials. Management is in the best position to determine what facts are significant and must disclose those facts in a meaningful manner. See also Item 7.

This description of the significant facts relating to the material change will therefore include some or all of the following: dates, parties, terms and conditions, description of any assets, liabilities or capital affected, purpose, financial or dollar values, reasons for the change, and a general comment on the probable impact on the reporting issuer or its subsidiaries. Specific financial forecasts would not normally be required to comply with this form.

The above list merely describes examples of some of the facts which may be significant. The list is not intended to be inclusive or exhaustive of the information required in any particular situation.

See news release, a copy of which is attached hereto.

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

If the report is being filed on a confidential basis in reliance on Section 85(2) of the Act, state the reasons for such reliance.

INSTRUCTIONS:

Refer to Section 85(3) of the Act concerning continuing obligations in respect of reports filed pursuant to this subsection.

Not applicable.

Item 7. Omitted Information

In certain circumstances where a material change has occurred and a material change report has been or is about to be filed but Section 85(3) of the Act will no longer or will not be relied upon, a reporting issuer may nevertheless believe one or more significant facts otherwise required to be disclosed in the material change report should remain confidential and not be disclosed or not be disclosed in full detail in the material change report.
State whether any information has been omitted on this basis and provide the reasons for any such omission in sufficient detail to permit the Commission to exercise its discretion pursuant to Section 169(4) of the Act.
The reasons for the omission may be contained in a separate letter filed as provided in Section 153 of the Rules.

Not applicable.

Item 8. *Senior Officers*

To facilitate any necessary follow-up by the Commission, give the name and business telephone number of a senior officer of the reporting issuer who is knowledgeable about the material change and the report or an officer through whom such senior officer may be contacted by the Commission.

Vladimir Katic, President. Telephone: (403) 264-3944

Item 9. *Statement of Senior Officer*

Include a statement in the following form signed by a senior officer or the reporting issuer:

"The foregoing accurately discloses the material change referred to herein".

Also include date and place of making the statement.

I hereby certify the foregoing accurately discloses the material change referred to herein:

SIGNED:	"*Vladimir Katic*" Vladimir Katic
OFFICE HELD:	President
DATED:	Calgary, Alberta, on November 9, 2000.

SHAMROCK RESOURCES INC.
Suite 700, 839 – 5th Avenue S.W.
Calgary, Alberta T2P 3C8

Telephone (403) 264 3944

NEWS RELEASE

November 9, 2000
CDNX Trading Symbol: SHJ

Shamrock Plans to Buy Production in California

Shamrock has entered into an agreement to purchase outright the Schaefer Oil Company, a privately owned California company, with current production of 230BOPD from its two production facilities in Kern County, California.

In the Mount Poso Oil Field, the Schaefer asset consists of 16 leases covering 1300 net acres with payzone in the range of 50 to100 feet at a depth of 1600 feet, with permeability of 500md to 4000md and porosity of 30-35% with original oil saturation of 70%, of which 12% has been produced on primary recovery. At Mount Poso, currently, 62 wells of the existing 110 wells are producing 15deg API oil.

In the Fruitvale Oil Field, the Schaefer asset consists of 16 leases covering 200 net acres with payzone in the range of 200 feet at a depth of 3700 feet, with permeability of 448md to1968md and porosity of 25% with original oil saturation of 65%, of which 17% has been produced on primary recovery. At Fruitvale, currently, 18 wells of the existing 26 wells are producing 20-21deg API oil.

Vladimir Katic, President of Shamrock, stated: "These two assets represent great value to Shamrock, as there has been virtually no improvements made to the production methods or facilities over the past several years, and with modern oilfield production technology there is great potential for significant increases in production rates. As well, there are excellent prospects to prove up additional reserves through exploration and adjacent lease acquisition. Our projections indicate, and our target over the next three years, would be to increase the current production in these two fields by about twenty times, through field redevelopment and enhanced oil recovery programs. Most of the 136 wells are currently in need of low cost workovers which in itself would immediately increase production rates with very little investment."

"Our objective in Shamrock is to generate cash flow for the company through the acquisition of underdeveloped producing properties, with upside potential that can be achieved through modern technology, horizontal drilling and enhanced oil recovery programs -- these Schaefer prospects certainly fit the bill", said Katic.

Shamrock and Schaefer have executed the share Purchase Agreement on November the 4, 2000 for closing in the first quarter of 2001 following satisfactory completion of environmental and commercial due diligence and appropriate financing. The company is currently negotiating with a potential partner, and financial agents to complete the necessary financial arrangements in anticipation of a QT1-2001 closing.

SHAMROCK RESOURCES INC.
For additional information please contact:
Vladimir Katic, President
403 264 3944