FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

CHOICE RESOURCE CORP.
Suite 1150, 606 - 4th Street S.W.
Calgary, Alberta T2P 1T1

Item 2 Date of Material Change

April 25, 2006.

Item 3 News Release

On April 25, 2006 at Calgary, Alberta, a news release reporting the material change was issued and disseminated through the services of both CNN Matthews and Market News Publishing Inc.

Item 4 Summary of Material Change

On April 25, 2006, Choice Resources Corp. ("Choice") announced that it has closed its previously announced bought deal private placement which raised $9 million through an offering of 3,636,364 flow-through common shares at $1.10 per share and 5,263,158 units, consisting of shares and warrants, at $0.95 per unit.

Item 5 Full Description of Material Change

Choice had entered into a bought-deal financing agreement with Research Capital Corporation ("Research") to raise $8 million through a private placement offering of 4.21 million units at $0.95 per unit and 3.64 million "flow-through" common shares at $1.10 per share. Research had an option, which it exercised, to increase the issuance of units by an additional $1 million.

Each unit consists of one common share and one-half of one warrant to purchase an additional common share at a price of $1.35 per share for a period of 12 months.

Closing of the private placement occurred on April 25, 2006.

Proceeds from the private placement will be used to fund the continued exploration and development of the corporation's oil and natural gas properties.

Research acted as underwriter and received a cash fee equal to 7% of the gross proceeds from the unit offering and 6% of the gross proceeds from the flow-through share offering, as well as brokers' warrants, exercisable for a period of 12 months, to purchase a number of common shares equal to 7% of the units issued under the private placement at a price of $0.95 per share.

All shares and warrants issued through the private placements are subject to a hold period that expires on August 26, 2006.

Completion of the private placement is subject to the final approval by the TSX Venture Exchange.

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

Not applicable.

Item 7 Omitted Information

No information has been omitted on the basis that it is confidential information.

Item 8 Executive Officer

The name and business telephone number of an executive officer of Choice who is knowledgeable about the material change and this report and who may be contacted in connection with this report is Stephen Austin, Chief Financial Officer at (403) 216-5821.

Item 9 Date of Report

May 5, 2006.