

**MATERIAL CHANGE REPORT
FORM 51-102F3
National Instrument 51-102**

This is a Material Change Report Under Section 7.1 of National Instrument 51-102.

ITEM 1: NAME AND ADDRESS OF COMPANY

Geocore Exploration Inc.
4448B Marine Avenue
Powell River, BC V8A 2K2

ITEM 2: DATE OF MATERIAL CHANGE

March 30, 2007

ITEM 3: NEWS RELEASE

April 10, 2007 Vancouver, British Columbia by Stockwatch and Market News.

ITEM 4: SUMMARY OF MATERIAL CHANGE

Geocore Exploration Inc. ("Geocore") entered into an agreement dated March 29, 2007 with Rio Petro Ltd. to sell to Rio Petro Ltd. Geocore's interest in the six shallow gas wells in Alberta, Canada. The sale price is \$40,000 plus GST. As a term of the agreement, in the event that the purchase and sale agreement closes, the revenue from the property up to April 1, 2007 will be allocated to Geocore and any revenue following April 1, 2007 will be allocated to Rio Petro Ltd. The sale is at arm's length.

The purchase and sale agreement is subject to both (a) shareholder approval and (b) TSX Venture Exchange approval and the purchase and sale agreement will not close until both approvals have been received.

ITEM 5: FULL DESCRIPTION OF MATERIAL CHANGE

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The date of the proposed shareholder meeting is not known as of the date of this Material Change Report.

ITEM 6: RELIANCE OF SUBSECTION 7.1(2) or (3) of NATIONAL INSTRUMENT 51-102

Not applicable.

ITEM 7: OMITTED INFORMATION

Not applicable.

ITEM 8: EXECUTIVE OFFICER

David J. Formosa
President and CEO
604-485-6080

ITEM 9: DATE OF REPORT

April 17, 2007

Date

"David J. Formosa"

Signature

David J. Formosa

Name of Executive Officer

President and CEO

Title of Officer

Powell River, British Columbia

Place of Making the above statement