

FORM 27 SECURITIES ACT (BRITISH COLUMBIA) MATERIAL CHANGE REPORT UNDER SECTION 85(1)

[NOTE: Every report required to be filed under the foregoing Acts 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", and everything that is required to be filed shall be placed in an envelope addressed to the Commission marked "CONFIDENTIAL".]

1. Reporting Issuer

Full name of the Issuer:

Brett Resources Inc. (the "Company")

The address of the principal office in Canada of the reporting issuer is as follows:

Suite 1300 - 409 Granville Street
Vancouver, British Columbia
V6C 1T2

PHONE: (604) 488-0008

2. Date of Material Change

December 21, 1999

3. Press Release

The date and place(s) of issuance of the press release are as follows:

December 21, 1999

The Press Release was released to The Canadian Venture Exchange, being the only exchange upon which the shares of the Company are listed, and through various other approved public media.

4. Summary of Material Change(s)

A summary of the nature and substance of the material change is as follows:

Subject to Canadian Venture Exchange ("VSE") approval, the Company has granted stock options to a director and certain employees of the Company

5. Full Description of Material Change

Brett Resources Inc. granted, subject to regulatory approval, stock options to a director and certain employees of the Company totalling 1,420,000 shares, exercisable at a price of \$0.15 per share on or before December 21, 2004.

6. Reliance on Section 85(2) of the *Securities Act* (British Columbia)

Not Applicable

7. Omitted Information

Not Applicable

8. Senior Officer

The following senior officer of the Issuer is knowledgeable about the material change and may be contacted by the Commission at the following address and telephone number:

Robert A. Evans, Secretary
Suite 1300 - 409 Granville Street
Vancouver, British Columbia
V6C 1T2

PHONE: (604) 488-0008

9. Statement of Senior Officer

The foregoing accurately discloses the material change(s) referred to herein.

DATED at Vancouver, British Columbia, this 6th day of January, 2000.

“Robert A. Evans” (signed)

Robert A. Evans, Secretary

BRETT RESOURCES INC.

#1300 - 409 Granville Street, Vancouver, British Columbia, Canada V6C 1T2
Tel. (604) 488-0008 Fax. (604) 684-9877 Web Site: www.bmts.bc.ca/brn/

NEWS RELEASE

December 21, 1999

Trading Symbol: CDNX.BRN

Brett Resources Inc. announces that subject to regulatory approval it has granted stock options to directors and employees to purchase a total of 1,420,000 shares. The options are exercisable on or before December 21, 2004 at a price of \$0.15 per share. The average closing price of the Company's shares for the ten trading days immediately preceding the date of the granting of the options was \$0.13 per share.

ON BEHALF OF THE BOARD OF DIRECTORS OF
BRETT RESOURCES INC.

"Robert A. Evans" (signed)

Robert A. Evans, Secretary

The Canadian Venture Exchange has not reviewed and does not accept responsibility for the adequacy or accuracy of this release.