

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Reporting Issuer

Brett Resources Inc. (the "Company")
Suite 611, 675 West Hastings Street
Vancouver, B.C.
V6B 1N2

Item 2. Date of Material Change

June 6, 2008

Item 3. News Release

A News Release dated June 6, 2008 was disseminated to Market News, Financial Post, Canada Stockwatch, Kitco, SEDAR and e-mailed to brokers and shareholders.

Item 4. Summary of Material Changes

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

The Company announces that it has agreed to increase the size of the non-brokered portion of the financing described in the press release of June 3, 2008 and has appointed a new Corporate Secretary.

Item 5. Full Description of Material Change

Brett Resources Inc. (TSX Venture Exchange – BBR) is pleased to announce that it has agreed to increase the size of the non-brokered portion of the financing described in the press release of June 3, 2008. The number of Units offered has been increased to 1,562,500 from 1,250,000 Units. All of the other terms of the financing described in the June 3, 2008 release remain the same.

Brett also reports Ms. Connie Norman has accepted the position of Corporate Secretary for the Company. With 10 years experience in corporate governance and over 25 years in corporate administration, Ms. Norman provides Corporate Secretarial consulting services assisting public companies achieve and maintain their public company listing. She has served as corporate secretary for several private and public companies and is an affiliate member of ICSA Chartered Secretaries Canada as well as a member of the Canadian Society of Corporate Secretaries.

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

Not applicable.

Item 7. Omitted Information

Not applicable

Item 8. Executive Officer

For further information, please contact Patrick Soares at **(604) 488-0008**.

DATED this 6th day of June in the year 2008 in the City of Vancouver, in the Province of British Columbia.

“Patrick Soares”
Patrick Soares
President