

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Reporting Issuer

Brett Resources Inc.
Suite 611, 675 West Hastings Street
Vancouver, B.C.
V6B 1N2

Item 2. Date of Material Change

July 17, 2009

Item 3. News Release

A News Release dated July 17, 2009 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:

Brett Appoints New Board Member and Grant Options

Item 5. Full Description of Material Change

Brett Resources Inc. (TSX Venture Exchange – **BBR**) is pleased to announce the appointment of Ms. Pauline Pasetka to the Board of Directors. Ms. Pasetka is a Certified Management Accountant with over ten years of finance and management experience, including public company reporting in various sectors. Highlights of her experience include the following: Ms. Pasetka, former Chief Financial Officer of Greystar Resources Ltd. has also held the position of Controller for Quest Capital Corp. Previous to Quest Capital, Ms. Pasetka was a Tax Analyst for MacDonald Dettwiler and Associated Ltd. where her responsibilities included, amongst others, financial reporting, tax planning and compliance, internal controls and process management. Ms. Pasetka holds a Bachelor of Arts degree from the University of Western Ontario.

“I look forward to working with Ms. Pasetka whose financial discipline diversifies the expertise of the Brett board” said Patrick Soares, President and CEO of Brett Resources.

The Company also wishes to announce, subject to TSX Venture Exchange approval, that it has granted 250,000 stock options to officers, directors, employees and consultants of the Company. The options are set for a period of five years, expiring on July 16, 2014, and will allow the holder to purchase a share in the Company at a price of \$0.75. Any shares issued on the exercise of these stock options will be subject to a four-month hold period from date of grant.

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 **(604) 488-0008**.

DATED this 17th day of July in the year 2009 in the City of Vancouver, in the Province of British Columbia.

“Patrick Soares” (signed)

Patrick Soares, President &CEO