

FORM 51-102F3

MATERIAL CHANGE REPORT

1. Name and Address of Company

Marksmen Resources Ltd. (“**Marksmen**”)
1963 Comox Avenue
Comox, BC V9M 3M4

2. Date of Material Change

October 21, 2005

3. News Release

A press release was disseminated on October 20, 2005 via CCN Matthews

4. Summary of Material Change

Marksmen announced that its common shares re-commenced trading on the TSX Venture Exchange Inc. at the open of markets on October 21, 2005. Marksmen will trade under the symbol MA, which has been changed from MA.A.

5. Full Description of Material Change

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6. Reliance on Section 7.1(2) or (3) of National Instrument 51-102

Not Applicable

7. Omitted Information

Not Applicable

8. Executive Officer

The name and business number of the executive officer of Marksmen who is knowledgeable about the material change and this report is:

Peter Malenica - President & Chief Executive Officer
Telephone: (403) 969-9585
Email: info@marksmen.ca

9. Date of Report

October 21, 2005