

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

Item 1. Name and Address of Company

Pele Mountain Resources Inc. (the "**Issuer**")
2200 Yonge Street
Suite 1002
Toronto, ON M4S 2C6

Item 2. Date of Material Change

June 10, 2005.

Item 3. Press Release

Press release issued by the Issuer on June 10, 2005 via a Canadian news wire service, a copy of which has been filed via SEDAR.

Item 4. Summary of Material Change

Announcement with respect to Trigon Exploration Canada Ltd. ("**Trigon**") activities on exploration at the Issuer's Alliance Diamond Project ("**Alliance**").

Item 5. Full Description of Material Change

The Issuer announced that Trigon has provided an update on its work program at the Issuer's Alliance project in northern Ontario. Exploration at Alliance is funded and operated by Trigon which can earn up to a 60-percent interest in the project from the Issuer.

Trigon reports that it conducted deep overburden sampling at Alliance last winter for the purpose of increasing its knowledge of the quaternary deposits in the region. Trigon also performed preliminary ground geophysical surveys in order to assess currently available airborne geophysical data. Summer work plans at Alliance will include closely-spaced high-resolution airborne geophysical surveys over the highest priority sections of the project area, to be followed by targeted heavy mineral and geochemical sampling to prioritize drill locations.

The Issuer and Trigon have agreed to extend the deadline for drill testing at least five Alliance targets and one Attawapiskat target from June 1, 2005 to March 15, 2006 so that findings from the summer program can be incorporated into the selection and prioritization of drill targets. All other terms of the Option Agreement between the Issuer and Trigon remain unchanged.

The Alliance Project is located in the James Bay Lowlands of northern Ontario, near the transition of the Lowlands and the Canadian Shield and currently consists of 55 staked targets within the 6-million acre area of the Fort Hope Airborne Survey.

Item 6. Reliance on Section 75(3) of the Act

Not Applicable.

Item 7. Omitted Information

No information has been omitted from this material change report.

Item 8. Senior Officer|

The following senior office of the Issuer is knowledgeable about the material change and the Report and may be contacted by the Commission as follows:

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DATED at Toronto June 15, 2005.

PELE MOUNTAIN RESOURCES INC.

"Alan L. Shefsky"

Per:

ALAN L. SHEFSKY

President and Chief Executive Officer