51-102F3 Material Change Report [F]
Published December 29, 2006
Effective December 29, 2006

Item 1 Name and Address of Company

Tri-Gold Resources Corporation
Suite 1030 - 789 W Pender Street
Vancouver, B.C., V6C 1H2

Item 2 Date of Material Change

May 16, 2007

Item 3 News Release

The news release dated May 16, 2007 was disseminated through Canada Stockwatch and Market News under section 7.1 of National Instrument 51-102.

Item 4 Summary of Material Change

Please refer to attached news release.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Please refer to attached news release

5.2 Disclosure for Restructuring Transactions

N/A

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

N/A

Item 7 Omitted Information

N/A

Item 8 Executive Officer

T. Barry Coughlan, Executive Chairman, (604) 683-3331

Item 9 Date of Report

May 16, 2007

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NEW VICE PRESIDENT EXPLORATION ANNOUNCEMENT
FIRST CANADIAN CAPITAL APPOINTMENT

May 16, 2007 Trading Symbol: "TAL"

Tri-Gold Resources Corp. (the "Company") is pleased to announce that Mr. Peter Chadwick has joined the Company as Vice President of Exploration, effective May 01, 2007. Peter has been involved in mining both academically as Senior Scientific Officer for the Department of Geological Sciences at the University of Cape Town, and as field and mine based geologist for over 23 years in eastern Africa. Since 2001, Peter has worked as a consulting and project geologist generating and evaluating base and precious metal opportunities and managing exploration programs for several high profile companies including Kinross Gold Corp, Pan African Mining, and Goldfields Namibia.

Peter has a Masters Degree in Geology and has published several geological articles since 1985. As a member of the South African Council of Natural Scientific Professions, he is considered a Qualified Person as defined by N.I. 43-101. He is qualified for, and is in the process of obtaining, membership with the Association of Professional Geoscientists of Ontario. Peter will reside in Ottawa and will be responsible for evaluating and coordinating the ongoing development of the Company's projects. Peter will apply his extensive knowledge gained in the evaluation of African Precambrian deposits to the comparable geological environments in Canada on the Company's projects. These projects, with their current exploration status and exploration plans, include:

Stake Lake Au/Cu Project - IP (Induced Polarization) and magnetometer surveys have recently been completed and will be evaluated for diamond drill targets once additional mapping and geological interpretation are completed.

Nipigon / Sibley Basin Uranium Project - A summer work program is proposed to follow up on the analysis of the airborne survey conducted in February. Airborne interpretations have now been received and ground follow-up to EM and the previously identified radiometric anomalies will be conducted. The summer program will be the basis of a proposed 4,000 meter diamond drill program scheduled to commence in the late summer or fall of 2007 targeting unconformity style and basement hosted uranium targets.

Big Duck Lake Au Project - The Company will be undertaking a surface mapping, and sampling program, in addition to 3-dimensional digital modeling of mineralization and geology in preparation for a fall or winter drilling program. Additional I.P. surveying is planned to further trace the extent of mineralized shear zones in western portions of the property.

Tri-Gold also announces it has engaged First Canadian Capital Corp ("FCC") for investor relations services. The Toronto-based firm is a full and comprehensive provider of investor relations and market awareness services, specializing in small-cap, resource companies. Effective May 01, 2007, FCC will be responsible for assisting management in strengthening the company's profile and visibility within the investment community, particularly among portfolio managers, analysts, stock brokers and retail investors.

Terms of the agreement include a service fee of $6,000 per month and the granting of 200,000 stock options. The options will be priced and vest pursuant to TSX Venture Exchange policy and the Company's Stock Option Plan. FCC has been retained for an initial 12-month term, subject to regulatory approval.

On behalf of the Board of Directors of Tri-Gold Resources Corp

T. Barry Coughlan, President

THE TSX VENTURE EXCHANGE HAS NOT REVIEWED AND DOES NOT ACCEPT RESPONSIBILITY FOR THE ADEQUACY OR ACCURACY OF THIS RELEASE.

Forward-looking statements in this release are made pursuant to the safe harbor provisions of the Private Securities.

For Further information, please contact:

Robert Young
RAYA Group
709 - 744 W Hastings St
Vancouver, B.C., V6C 1A5
(604) 682-5123

Daniel Boase
First Canadian Capital Corp
155 Rexdale Blvd. Suite 309
Toronto, ON
(416) 742-5600

Email: info@trigoldresources.com Web: www.trigoldresources.com