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

December 10, 2007

Item 3 News Release

The news release dated December 10, 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

December 10, 2007

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PRESS RELEASE

Drilling on Sibley Basin Complete – and Recent Exploration Developments

December 10, 2007 Trading Symbol: “TAL”

Tri-Gold Resources Corp. (“Tri-Gold” or the "Company") wishes to present the following exploration developments on its projects in Northwestern Ontario.

Nipigon/Sibley Basin Uranium Project – Completion of Phase 1 Drilling

The Company has recently completed the first phase of diamond drilling on its **Sibley Basin** uranium property, which is held (50/50) with joint venture partner **Benton Resources Corp.** A total of 7 holes were drilled (SBY-001 to SBY-007), with a combined meterage of 2,582 m. As reported in an earlier press release (TAL PR Oct 10, 2007), this initial drill program was designed largely for geological purposes, to test a series of conductive zones in the central portion of the property, as interpreted from the airborne magnetic and MEGATEM survey. Furthermore, drilling was set to test a series of modeled basement lineaments (faults), in addition to assessing the thickness and nature of the shallow dipping Sibley Basin sequence, and characterizing the nature of the underlying basement rocks.

All the drill holes were stopped in Archean-age basement rocks, with the average vertical depth to the unconformable contact with the overlying Proterozoic-age Sibley Group sediments being approximately 300m. Holes SBY-004 and SBY-005 intersected the flat-lying unconformity at a shallower depth of 185m, and 212m respectively which, adjusting for topography, would suggest possible localized faulting with an approximate 130m vertical offset. Varying degrees of hematite alteration could be observed in the variably de-silicified sediments, increasing in intensity towards the unconformity. Flat to gently-dipping, fine to coarse-grained, magnetite-rich diabase was intersected by most drill holes, with thicknesses generally between 3-5m, and a single diabase sill with a thickness of 100m was reported. A selection of 147 core-split and composite samples have been collected from all of the drill holes, and have been submitted to the geoanalytical laboratories of the Saskatchewan Research Council, for uranium and associated indicator trace element analysis.

A detailed assessment of the drill data, and it’s relevance as regards to the geophysical interpretation, will be completed once all the assay results have been received. This assessment will form the basis of the next phase of diamond drilling, which is scheduled for 2008.

Stake Lake Cu-Au Project – Results for Phase 1 Drilling

Assay results were finally received for the diamond drilling which was completed towards the end of August 2007, at the Company's **Stake Lake** property. As reported in an earlier press release (TAL PR Sep 11, 2007), this initial phase of drilling was designed principally to test a series of Induced Polarization anomalies, and consisted of a 6 hole program (STK-001 to STK-006) with a total of 1,398 m having been drilled. All the drill holes intersected either massive granodiorite or massive monzo-diorite, with xenoliths, clasts and "rafts" of basalt near their margins. Holes drilled proximal to elevated chargeability zones, as defined by the IP survey, did intersect highly foliated basalt fragments within the massive intrusive rocks, which were also moderate to strongly altered to biotite +/-silica and chlorite, with trace to 5% sulphides (mostly pyrrhotite with lesser pyrite and chalcopyrite). A single anomalous gold (Au) intersection of 1.13g/t over an apparent width of 1.15m was recorded in drill hole STK-005, at a depth of 231.70m down hole. Sporadic anomalous Cu values ranging from 0.15 to 0.25% were also recorded, exactly coinciding with anomalous gold values (>100 ppb Au), with a single maximum Cu value of 0.49% over a sub-meter sample interval. A detailed assessment of the down hole geochemical data has still to be undertaken, in an effort to understand and account for the IP anomalies.

A follow-up of the government airborne magnetic data, in the form of shallow trenching and pitting in areas characterized by magnetic highs, for the purpose of collecting reliable bedrock samples, will be the focus of the next phase of exploration. It is of interest to note that the Mattabi mine, situated to the east of Stake Lake, is a volcanogenic massive sulphide (VMS) Cu-Pb+Zn deposit, was discovered on a dominant magnetic high. The presence of chlorite alteration in the drill core at Stake Lake may be significant in this regard, and the intense level of albitization, as is also seen in the core, may have overprinted earlier VMS-style geochemical signatures.

Property Acquisition – A New High Grade Copper-Nickel Discovery

The Company is pleased to report that it has entered into an option agreement with **Falcon Mineral Exploration Limited** (the "Vendor") whereby, subject to regulatory approval, the Company has the right to earn a 100% interest in the mineral claims referred to as the **Phyllis Lake** claims located in Northwestern Ontario (the "Property").

Under the terms of the option agreement, the Company must make cash payments totaling $225,000 and issue 350,000 common shares over a 3 year period. The Property is subject to a 2% NSR royalty, half of which (1%) may be purchased by the Company for $1,000,000.

The Phyllis Lake property is host to numerous newly discovered copper (Cu) and nickel (Ni) showings, consisting of mineralized mafic and ultramafic rock in outcrop, exposed by trenching and shallow pitting. The ultramafic host, where exposed, appears flat-dipping and shows distinct cumulate textures commonly associated with layered mafic/ultramafic intrusions. Whilst predominantly Cu-Ni sulphide-rich, the potential for associated economic-grade platinum group elements (PGE) cannot be discounted, as is evidenced by highly anomalous Pt-Pd values in some samples. In addition to the magmatic Cu-Ni style of mineralization found in the central portion of the property (Phyllis Central), a 2-3 m wide, granite-hosted vein of molybdenum (Mo) mineralization is also exposed in outcrop, towards the eastern portion of the property (Phyllis East).

Grab samples taken from outcrop from the Phyllis Central area returned grades of 0.23% to 1.24% Cu and 0.11% to 0.39% Ni by the vendor, and similarly, grab samples taken from the Phyllis East area returned grades of 0.14% to 0.67% Mo. Samples collected by Tri-Gold personnel have confirmed significant precious and base metals across the project area.

Tri-Gold is currently scheduling a prospecting and exploration program for the Phyllis claims area, which may include a winter geophysics program.

Peter Chadwick (P.Geo., Pr.Sci.Nat.), V.P. Exploration for Tri-Gold Resources Corp., is the qualified person responsible for this release.

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

T. Barry Coughlan,

Executive Chairman

For Further Information, please contact:
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Certain matters discussed in this press release may contain forward-looking statements. Investors are cautioned that all statements, other than statement of historical fact, involve risks and uncertainties, including but not limited to: exploration and mining risks and financing risks. There can be no assurance that such statement will prove to be accurate and actual results and future events could differ materially from those anticipated in such statements. Investors are encouraged to review Tri-Gold's filings on SEDAR at www.sedar.com

The TSX Venture Exchange has not reviewed and does not accept responsibility for the adequacy or accuracy of this news release.