Form 51-102F3
Material Change Report

PART 1 GENERAL INSTRUCTIONS AND INTERPRETATION

(a) Confidentiality

If this Report is filed on a confidential basis, state in block capitals "CONFIDENTIAL" at the beginning of the Report.

(b) Use of "Company"

Wherever this Form uses the word "company" the term includes other types of business organizations such as partnerships, trusts and other unincorporated business entities.

(c) Numbering and Headings

The numbering, headings and ordering of the items included in this Form are guidelines only. You do not need to include the headings or numbering or follow the order of items in this Form. Disclosure provided in response to any item need not be repeated elsewhere.

(d) Defined Terms

If a term is used but not defined in this Form, refer to Part 1 of National Instrument 51102 and to National Instrument 14-101 *Definitions.* If a term is used in this Form and is defined in both the securities statute of a local jurisdiction and in National Instrument 51-102, refer to section 1.4 of Companion Policy 51-102CP.

(e) Plain Language

Write the Report so that readers are able to understand it. Consider both the level of detail provided and the language used in the document. Refer to the plain language principles listed in section 1.5 of Companion Policy 51-102CP. If you use technical terms, explain them in a clear and concise manner.

PART 2 CONTENT OF MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

HELIO RESOURCE CORP.
800 – 625 Howe Street
Vancouver, B.C. V6C 2T6

Item 2 Date of Material Change

June 26, 2006

Item 3 News Release

News Release dated June 26, 2006 disseminated by Stockwatch and CCN Matthews

Item 4 Summary of Material Change

Helio commences RC drill programme at the Saza gold property

Item 5 Full Description of Material Change

Please see the Attached News Release dated June 26, 2006.

INSTRUCTION

If your company is engaged in oil and gas activities, the disclosure under Item 5 must also satisfy the requirements of Part 6 of National Instrument 51-101 Standards of Disclosure for Oil and Gas Activities.

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

If this Report is being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102, state the reasons for such reliance.

INSTRUCTION

Refer to subsections 7.1 (4), (5), (6) and (7) of National Instrument 51-102 concerning continuing obligations in respect of reports filed under subsection 7.1(2) or (3) of National Instrument 51-102.

Item 7 Omitted Information

N/A-

In a separate letter to the applicable regulator or securities regulatory authority marked "Confidential" provide the reasons for your company's omission of confidential significant facts in the Report in sufficient detail to permit the applicable regulator or securities regulatory authority to determine whether to exercise its discretion to allow the omission of these significant facts.

INSTRUCTIONS

In certain circumstances where a material change has occurred and a Report has been or is about to be filed but subsection 7.1(2), (3) or (5) of National Instrument 51-102 is not or will no longer be relied upon, your company may nevertheless believe one or more significant facts otherwise required to be disclosed in the Report should remain confidential and not be disclosed or not be disclosed in full detail in the Report.

Item 8 Executive Officer

Richard Williams
Telephone: 604-668 - 8356

Item 9 Date of Report June 26, 2006

HELIO RESOURCE CORP.,

Suite 800 – 625 Howe Street
Vancouver, British Columbia V6C 2T6
Phone: (604) 668-8363 Fax: (604) 668-8366

NEWS RELEASE

June 26, 2006

RC DRILL PROGRAMME COMMENCES AT THE SAZA GOLD PROJECT, TANZANIA

Helio Resource Corp. ("Helio" or the "Company") (TSX-V: HRC) is pleased to announce that it has commenced a 30-hole, 3000m Phase 1 reverse circulation (RC) drill programme at the Saza gold project, located in the Lupa Goldfields, southwest Tanzania.

The drill programme will test four targets. Two of these cover sections of the New Saza Mine which produced 270,000 ounces of gold at an average grade of 7.5g/t gold between 1939 and 1956.

The targets to be tested are:

1. ***Cheche*** – this 600m x 250m target covers an area due east of the Saza underground mine. Shallow RAB drilling conducted by Anglo American in the late 1990s indicates the presence of **multiple mineralised structures across a width of at least 225m** within the 10km-long Saza Shear Zone. All the historical RAB drill intersects were within 20m of surface.
2. ***Kenge*** – drilling will focus on the old Razorback mine and adjacent IP chargeability anomalies. Channel sampling across exposed mineralisation within the Razorback mine returned intercepts of 16.4m @ 1.8g/t Au (open) and 6.8m @ 5.69g/t Au (open). The gold-bearing structure extends for over 1.5km, but only 150m of strike was exploited.
3. ***Snakebite*** – located 2km east of Cheche at the intersection of the Saza Shear Zone and the Kenge target. One of the eight Anglo American RAB holes drilled here bottomed in mineralisation, grading 6.74g/t Au over 9m (open).
4. ***Konokono*** – located 3km east of Snakebite along the Saza Shear Zone, covers an area over 1.2km x 300m. One RC / DDH hole drilled by Anglo American intersected 6m @ 2.36g/t Au (87 – 93m), and 23m @ 1.08g/t Au (103 – 126m). The target is open in all directions.

For more information, please refer to the Company's Press Release dated May 24, 2006, and the corporate presentation on the Company's website, www.helioresource.com

Helio can earn a 100% interest, subject to a 2% royalty, in the Saza licence by spending C$2,000,000 on exploration over a 4 year period, and by making cash and / or share payments totalling C$450,000 to the licence holder. The royalty can be reduced to 1% by making a cash payment of C$1,000,000 to the licence holder prior to commencement of commercial production.

Chris MacKenzie, M.Sc., C.Geol., Helio's Executive Chairman and a Qualified Person as designated by NI 43-101, will supervise the drilling and quality control programs at Saza and has reviewed the technical content of this news release.Helio Resource Corp., based in Windhoek, Namibia, is one of Southern Africa's leading exploration companies and specializes in innovative new-project generation. Helio is actively exploring 14 prospective gold, copper and diamond properties in Namibia, Botswana and Tanzania. As part of its strategic approach to project development, Helio has forged partnerships with firms such as Teck Cominco, Indicator Minerals, and Yale Resources to advance a number of its projects.

For additional information, please contact Richard Williams or Irene Dorsman at (604) 668 8363 or by e-mail to richard@helioresource.com or irene@helioresource.com.

ON BEHALF OF THE BOARD OF DIRECTORS,

"Richard D. Williams"
Richard D. Williams, P.Geo
President