

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1 - Name and Address of Company

MARCH RESOURCES CORP.

500, 816 - 7th Avenue SW
Calgary, AB T2P 1A1

Item 2 – Date of Material Change

The material change occurred on May 10, 2007.

Item 3 – News Release

A news release was issued on May 10, 2007 by CCN Matthews.

Item 4 – Summary of Material Change

The Corporation announced that the execution of the definitive Special Operations Contracts (“SPOC”), with the Chilean government was completed yesterday at Palacio Astoreca, a National Monument in the city of Iquique.

Item 5 – Full Description of Material Change

The Corporation announced that the execution of the definitive Special Operations Contracts (“SPOC”), with the Chilean government was completed yesterday at Palacio Astoreca, a National Monument in the city of Iquique. Representatives of March, the Ministry of Mining and Energy, the Governor of Iquique, the Mayor of Pica and representatives of the Canadian Ambassador to Chile, were among the dignitaries who were on hand for the event.

The SPOC was the final approval needed to begin the oil and gas exploration and development work on two blocks in Northern Chile in the Tamarugal Basin. The Pica North and Pica South blocks in this basin consist of approximately 9,500 square kms (2,500,000 acres). SPOC delineates the exploration and development rights on the blocks, which are valid for a period of 35 years and will detail the work commitments that are required for each of the two blocks.

Field work in the area and preparation of the drilling site will begin immediately in order to meet an anticipated spud of the initial well in September.

For further information, please contact
Dave Antony, President and CEO
(403) 531-1710
dantony@marchresources.ca

Or visit our website at www.marchresources.ca

The TSX-Venture Exchange has in no way passed upon the merits of the transaction and has neither approved nor disapproved the contents of this press release.

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

Not applicable.

Item 7 – Omitted Information

Not applicable.

Item 8 - Executive Officer

The name of a Executive Officer of the Corporation who is knowledgeable about the material change and who can be contacted by the Commission is:

Dave Antony, CEO
Telephone: (403) 531-1710
Facsimile: (403) 265-3565

Item 9 - Date of Report

This report is dated this 25th day of May, 2007.