

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

ITEM 1 Name and Address of Company:

Champlain Resources Inc. ("Champlain " or the "Corporation")
Suite # 2806, 505 – 6th Street SW
Calgary, Alberta T2P 1X5

ITEM 2 Dates of Material Change:

June 17, 2008.

ITEM 3 News Release:

A news releases was distributed via Filing Services Canada and filed via SEDAR on June 20, 2008.

ITEM 4 Summary of Material Change:

Champlain is pleased to announce the appointment of Mr. Mike Aitken to the board of Champlain. Champlain also announces that Mr. Barry Ehrl has tendered his resignation as a director of Champlain.

ITEM 5 Full Description of Material Change:

Please see attached 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:

Further information relating to this Material Change Report may be obtained from:

Mr. Troy D. Mochoruk, Chairman and CEO
Tel: (403) 618-8989
E-mail: troy@champlainresources.com

ITEM 9 Date of Report:

DATED as of June 20, 2008.

The foregoing accurately discloses the material change referred to in this report.

CHAMPLAIN RESOURCES INC.

"Troy Mochoruk"

Per: Mr. Troy D. Mochoruk
 Chairman and CEO

Press Release

June 20, 2008

FOR IMMEDIATE RELEASE

CHAMPLAIN RESOURCES INC. CHANGES TO THE BOARD OF DIRECTORS

Calgary, Alberta, Canada - Champlain Resources Inc. ("Champlain") listed on the NEX board of the TSX Venture Exchange under the trading symbol "CPL.H", is pleased to announce the appointment of Mr. Mike Aitken to the board of Champlain. Mr. Aitken is a Certified Insurance Professional (CIP) with the Insurance Institute of Canada who holds a Bachelor of Commerce degree from the University of Alberta.

Champlain also announces that Mr. Barry Ehrl has tendered his resignation as a director of Champlain. The board of Champlain expresses its sincere thanks to Mr. Ehrl for his efforts and contribution as a director of Champlain and wishes Mr. Ehrl continued success in all of his future endeavors.

For further information contact:

Mr. Troy D. Mochoruk
Chairman and CEO

Tel: (403) 618-8989
E-mail: troy@champlainresources.com

Working Capital Corporation
Media Contact

Tel: (403) 560-7040

www.champlainresources.com

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