

FORM 51-102F3
(Previously Form 53-901.F)
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Roca Mines Inc.
490-1122 Mainland Street
Vancouver, B.C.
V6B 5L1
(the “Company”)

Telephone Number: (604) 684-2900

Item 2 Date of Material Change

February 7, 2008.

Item 3 News Release

A press release was disseminated on February 7, 2008 through *Marketwire*.

Item 4 Summary of Material Change

Roca Mines Inc. is announcing initial assay results from underground drilling at its Max Molybdenum Mine.

Item 5 Full Description of Material Change

Please see press release of February 7, 2008.

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

David Skerlec, Chief Financial Officer
Telephone Number: 604-684-2900, Ext #147

DATED at Vancouver, British Columbia, on February 7, 2008.

ROCA MINES INC.

By: *“David Skerlec”*

David J. Skerlec
Chief Financial Officer



Roca Mines Inc.
490-1122 Mainland Street
Vancouver, BC
V6B 5L1, Canada

For immediate release
February 7, 2008

ROK: TSX.V
#01-08

**ROCA – MAX Molybdenum Drilling –
Initial Results Confirm Deep Potential and Extend High Grade Zones**

Vancouver, British Columbia: Roca Mines Inc. (ROK: TSX-V) ("Roca" or "the Company") provides the following update on the exploration drilling activities at the MAX Molybdenum project. Drilling to date has identified extensions to known mineralization and results indicate the potential for additional porphyry systems at depth.

Five diamond drill holes totaling approximately 4,800 metres were completed. All holes were collared from a common underground drill station within the No.1 Adit, east of the deposit at a location that does not impede production mining.

The Company has now received assays from the first two holes and a portion of the third hole of this initial program. The results are summarized with the following brief geological interpretation. The remaining drill cores are yet to be sampled and assayed.

Hole MX07-01 was drilled at a -45 degree dip and on mine grid (Azimuth 230 degrees) to cross cut the lowest part of the known MAX deposit to test continuity of higher grade zones and to assess the mineralized alteration envelope below the limits of previous drilling. The hole returned an impressive intersection of 186m (610ft) grading 0.27% Mo (0.45% MoS₂), including several higher grade intervals. This intersection occurs in an area of limited prior drilling which was previously assigned a lower grade, significantly expanding the high grade potential of the deposit at depth. Core sampling returned the following selected assay results;

Drill Hole #	From (m)	To (m)	Interval (m)	Mo (%)	MoS₂ (%)
MX07-01	228.0	414.0	186.0	0.27	0.45
including	247.6	270.3	22.7	0.29	0.48
including	276.0	294.0	18.0	0.40	0.66
including	300.0	318.0	18.8	0.27	0.46
including	323.8	336.0	12.2	0.68	1.13
including	340.5	361.5	21.0	0.54	0.90

Further, significant molybdenite (MoS₂) mineralization occurred throughout the remainder of the hole, as shown in the following selected results indicating that the alteration/mineralization envelope continues at depth.

Drill Hole #	From (m)	To (m)	Interval (m)	Mo (%)	MoS₂ (%)
MX07-01	441.0	471.0	30.0	0.12	0.21
	486.0	558.0	72.0	0.13	0.22
including	505.1	513.0	7.9	0.33	0.55

Relative to the trend of the MAX Mine HG production zone, the true width of the drill intervals is estimated to be 65% of the intervals shown above. Additional drilling to explore this extension of the deposit will be collared from new locations within the mine workings.

Hole MX07-02 was drilled at a -62 degree dip oriented on the mine grid, below the SE flank of the MAX deposit and returned significant intercepts shown below;

Drill Hole #	From (m)	To (m)	Interval (m)	Mo (%)	MoS₂ (%)
MX07-02	33.0	51.0	18.0	0.11	0.19
	176.4	219.2	42.8	0.10	0.17
	497.0	528.0	31.0	0.08	0.13

Relative to the trend of the HG zone, true width of the intervals shown above is estimated to be 43% of intersected lengths in MX07-02.

Drill Hole MX07-03 was drilled at -74 degree dip from the same collar as MX07-01, and -02 however at a different Azimuth (210 degrees) and intersected a number of high grade feeder structures all hosted within low grade mineralization, including the following selected results;

Drill Hole #	From (m)	To (m)	Interval (m)	Mo (%)	MoS₂ (%)
MX07-03	125.7	135.0	9.3	0.13	0.21
	151.0	156.0	5.0	1.11	1.86
	404.9	410.3	5.4	0.59	0.99
	419.8	428.6	8.8	0.88	1.47
	511.0	519.3	8.3	0.15	0.25
	536.9	543.6	6.7	0.23	0.38

Assay results have been completed for only the upper 540m of this 1500m deep hole. Relative to the trend of the HG zone, true width is estimated to be 21% of intersected lengths shown above.

The significance of the intercepts in MX07-03 is that they occur north of Mine Section 8 and above an area of Mine Sections 6 and 7 which has not been drilled previously. These intervals suggest a deep target, the upper fingers of which may be represented by these higher grade structures. Like other targets identified, this area must be drilled from a station on the West side of the MAX deposit, in the area of current mine development, in order to properly orient drilling.

A 15cm fragment of intrusive rock, with chilled margins and containing well mineralized (estimated >0.5% MoS₂) disseminated molybdenite, was observed within a younger, non-mineralized leucocratic quartz feldspar porphyry in the upper part of drill hole MX07-03. The origin of this mineralized fragment may be a separate, as yet undiscovered, molybdenite deposit at depth, however this is not yet confirmed by thin-section petrographic assessment. A possibly similar, weakly mineralized porphyry phase also appears to separate the two high grade molybdenite intervals in this hole between depths of 405 and 428.6 metres.

All three holes have intersected strong hydrothermal alteration and textural variations within intrusive rocks that may be indicative of multiple phases of intrusion which are spatially associated with molybdenite mineralization. Further evidence of this includes the identification of multiple episodes of molybdenite mineralization based on the cross cutting relationships of various quartz-MoS₂ veinlets seen in drill core. Additional research, including petrographic analyses, is planned to

fully document these features but these early indications of a multiple phase intrusive and mineralizing event provide compelling evidence for molybdenite mineralization at depth below the MAX deposit and further exploratory work is warranted.

Assay results for the remainder of MX07-03 and MX07-04/05 will be reported once they have been completed.

Sampling and logging of the drill holes was conducted under the supervision of Paul Ransom, P.Geo., a qualified person as defined by NI43-101. The sampling program included quality control procedures, including the use of blanks and duplicates in addition to internal quality control at the assay laboratory, ACME Analytical of Vancouver, BC an ISO 9001:2000 accredited laboratory.

Mr. Scott Broughton, P.Eng. is the Qualified Person responsible for the preparation of this news release.

ROCA MINES INC.

"Scott Broughton"

Scott E. Broughton, P.Eng. – President & CEO

For further information contact:

Doug Fosbrooke
Investor Relations
Tel: 604-684-2900
Fax: 604-684-2902
Email: info@rocamines.com
Web: www.rocamines.com

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