

FORM 51-102F3

Material Change Report

ITEM 1. NAME AND ADDRESS OF COMPANY

Tone Resources Limited (the "Company")
2244 West 32nd Avenue
Vancouver, BC V6L 2B2

ITEM 2. DATE OF MATERIAL CHANGE

November 30, 2005

ITEM 3. NEWS RELEASE

Issued November 30, 2005 and distributed through the facilities of the Stockwatch Magazine, Canada Stockwatch and Market News.

ITEM 4. SUMMARY OF MATERIAL CHANGE

See attached news release.

ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE

See attached news release.

ITEM 6. RELIANCE ON SUBSECTION 7.1(2) OR (3) OF NATIONAL INSTRUMENT 51-102

Not applicable.

ITEM 7. OMITTED INFORMATION

No information has been omitted on the basis that it is confidential information.

ITEM 8. EXECUTIVE OFFICER

Contact: Scott Baxter, President
Telephone: 604-263-5614

ITEM 9. DATE OF REPORT

DATED at Vancouver, British Columbia, this 30th day of November, 2005.

Not for distribution to U.S. news wire services or dissemination in the United States.

Tone Resources Limited

2244 West 32nd Street

Vancouver, B.C. Canada V6L 2B2

Toll Free: 1-888-737-2454 **Tel:** (604) 263-5614 **Fax:** (604) 263-8415

Website: www.ToneResources.com

Trading Symbol: **TNS/TSXV**

November 30, 2005

PRESS RELEASE

NON-BROKERED PRIVATE PLACEMENT

Tone Resources Limited (the "Company") wishes to announce it is using its best efforts to undertake a private placement of 3,000,000 units at a price of \$0.20 per unit. The units consist of one common share and one transferable warrant exercisable at \$0.25 for a period of two years from closing. There is no commission payable on this private placement.

Proceeds from the private placement will be expended on drilling the Company's GBN claims in Nevada and for working capital.

ON BEHALF OF THE BOARD OF DIRECTORS

"Scott Baxter"

Scott Baxter, President

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