

Form 51-102F3

Material Change Report

Item 1 Name and Address of Company

Altima Resources Ltd. (the “Company” or “Altima”)
Suite 303, 595 Howe Street
Vancouver, B.C., V6C 2T5

Item 2 Date of Material Change

June 26, 2006

Item 3 News Release

June 28, 2006, disseminated through CCN Matthews and SEDAR filed.

Item 4 Summary of Material Change

Effective June 26, 2006, Dr. R.C. (Bob) Mummery was appointed as a director of the Company, to take the place of T.J. Malcolm Powell, who resigned, and Tom Needham was appointed as Secretary and Chief Financial Officer of the Company, taking the place of Dennis Petke, who has resigned.

See Item 5 below for full particulars.

Item 5 Full Description of Material Change

Effective June 26, 2006, Dr. R.C. (Bob) Mummery was appointed as a director of the Company, to take the place of T.J. Malcolm Powell, who resigned. The Company wishes to thank Mr. Powell for his previous contribution to the Company from inception to completion of the Qualifying Transaction.

Dr. Mummery is Vice-President, Exploration, and one of the original founders of Golden Eagle Energy Inc., a successful private oil and gas producer in Western Canada. He is an innovative and highly accomplished geologist with over 30 years of exploration experience in the oil and gas industry in Canada and around the world. Prior to Golden Eagle, Dr. Mummery established Almandine Resources Inc., a successful sole proprietary company with both consulting and oil and gas revenue. Prior to Almandine Resources, Dr. Mummery worked in a variety of management, senior technical and advisory roles for several Canadian E&P companies, and the Government of Canada. He is also the Executive Director of the Canadian Geoscience Council and is on the Advisory Board of the American Association of Petroleum Geologists (AAPG). Dr. Mummery received a B.Sc. (honours) in geology

from the University of Western Ontario in 1968, and a Ph.D. in geology from McMaster University in 1973. Dr. Mummery is a registered professional geologist in the province of Alberta and is a member of several technical societies, including the AAPG, CSPG and CSEG. He has held executive positions on and received awards from all these societies.

In addition, Tom Needham was appointed as Secretary and Chief Financial Officer of the Company, taking the place of Dennis Petke, who resigned to pursue other business opportunities.

The Board of Directors welcomes the expertise these individuals will bring to the Company. The Company's directors and officers are now comprised of the following:

Richard Switzer, President and Director
Tom Needham, Secretary and CFO
Joe DeVries, Director
Whitney Pansano, Director
Jurgen Wolf, Director
Bob Mummery, Director

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

N/A

Item 7 Omitted Information:

Nil

Item 8 Executive Officer:

Richard Switzer
Phone: (604) 718-2800

Item 9 Date of Report

DATED this 28th day of June, 2006.

ALTIMA RESOURCES LTD.

“Richard Switzer”

Per: _____
Richard Switzer, President