

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

1. Name and Address of Company:

Forte Resources Inc. ("Forte")
2450, 500 – 4th Avenue S.W.
Calgary, Alberta
T2P 2V6

2. Date of Material Change:

November 30, 2004

3. News Release:

A press release disclosing the details outlined in this Material Change Report was issued by Forte on November 30, 2004 and disseminated through the facilities of CCNMatthews and would have been received by the securities commissions where Forte is a "reporting issuer" and the Toronto Stock Exchange in the normal course of its dissemination.

4. Summary of Material Change:

Forte announced that it has entered into a bought deal financing agreement led by FirstEnergy Capital Corp. and including Haywood Securities Inc. and GMP Securities Ltd. as underwriters. Pursuant to the terms of the agreement, 1,500,000 flow-through shares will be issued on a private placement basis at a price of \$4.30 per flow-through share for gross proceeds of \$6.45 million.

The net proceeds from the offering will be used to fund Forte's ongoing exploration activities.

Closing is subject to normal closing conditions including obtaining required regulatory approvals and is scheduled for December 16, 2004.

5. Full Description of Material Change:

See Item 4 above.

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

N/A

7. Omitted Information:

N/A

8. Executive Officer:

For further information, please contact:

Douglas N. Baker, President and Chief Financial Officer
Telephone: (403) 237-5163
Facsimile: (403) 237-5256

9. Date of Report:

December 1, 2004

FORTE RESOURCES INC.

Per: Signed "*Douglas N. Baker*"
Douglas N. Baker
President and Chief Financial Officer