FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

TATMAR VENTURES INC. (the "Issuer")
750 World Trade Centre
999 Canada Place
Vancouver, BC V6C 3E1

Item 2. Date of Material Change

June 26, 2006

Item 3. News Release

The news release dated June 26, 2006 was filed with the TSX Venture Exchange and the British Columbia and Alberta Securities Commissions via SEDAR and disseminated through Stockwatch and Market News.

Item 4. Summary of Material Change

The Issuer announced that at its annual general meeting held on June 2, 2006, it received shareholder approval (from shareholders of record at April 20, 2006) to subdivision of its outstanding share capital on the basis of two new shares for each existing share held. The subdivision is being conducted by the Issuer for liquidity purposes and is also subject to TSX Venture Exchange approval. As the subdivision is being conducted by "push-out", the Issuer will not be changing its name, CUSIP/ISIN number or trading symbol.

As at April 20, 2006 there were 6,715,272 common shares issued and outstanding, and upon completion of the subdivision there will be 13,430,544 post-subdivided shares issued and outstanding, provided there are no other issuances in the interim.

Item 5. Full Description of Material Change

By news release dated June 26, 2006, the Issuer announced that at its annual general meeting held on June 2, 2006, it received shareholder approval (from shareholders of record at April 20, 2006) to subdivision of its outstanding share capital on the basis of two new shares for each existing share held. The subdivision is being conducted by the Issuer for liquidity purposes and is also subject to TSX Venture Exchange approval. As the subdivision is being conducted by "push-out", the Issuer will not be changing its name, CUSIP/ISIN number or trading symbol.

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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

For further information, please contact Darryl Cardey, President and Chief Executive Officer, at 604.682.1610.

Item 9. Date of Report

DATED at Vancouver, B.C., this 26th day of June, 2006.

TATMAR VENTURES INC.
By Its Authorized Signatory:

"*Jeffrey B. Lightfoot*"

Director