

FORM 51-102F3

Material Change Report

ITEM 1. NAME AND ADDRESS OF COMPANY

Premium Exploration Inc.
860 – 885 Dunsmuir Street
Vancouver, BC, V6C 1N5

ITEM 2. DATE OF MATERIAL CHANGE

April 18, 2006

ITEM 3. PRESS RELEASE

A News Release dated and issued April 18, 2006 at Vancouver, British Columbia, through CCN Mathews News Distributors.

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(3) OF NATIONAL INSTRUMENT 51-102

Not applicable.

ITEM 7. OMITTED INFORMATION

Not applicable.

ITEM 8. EXECUTIVE OFFICER

Contact: Del Steiner, President
Telephone: (604) 682-0243

ITEM 9. DATE OF REPORT

DATED at Vancouver, BC, this 18th day of April, 2006.



PREMIUM EXPLORATION, INC. ANNOUNCES ADVISORY BOARD

VANCOUVER, BRITISH COLUMBIA--(CCNMatthews - April 18, 2006) – Premium Exploration, Inc. (TSX VENTURE:PEM) ("Premium" or the "Company") (<http://www.premiumexploration.com>) is pleased to announce the appointment of Mr. Robert Coale and Mr. J. Peter Davies to our technical advisory board. The advisory board is chartered with providing advice and counsel to the Company's Board of Directors and Management about its exploration properties and programs.

Mr. Del Steiner, President and CEO of the Company stated, "Premium is pleased and honoured to announce the appointment of these two distinguished mining professionals to our advisory board. We are looking forward to their advice and counsel as we explore and develop our exploration properties, their deep experience and expertise will be invaluable assets to the Company."

Mr. Coale stated, "I am looking forward to working with Premium's management and technical staff. My mineral project and development background along with my metallurgical experience will complement the Company's already strong technical and operating expertise. The Company uses a professional and practical process to identify, evaluate, and explore high potential mineral properties, and I am looking forward to contributing to this process."

Members Appointed to the Technical Advisory Board:

Mr. J. Peter Davies is currently a minerals consultant based in California and has over 40 years of extensive worldwide experience in precious metals exploration and extraction. In his capacity as a minerals consultant, Mr. Davies has worked with Durango Capital Corp., Andean American Gold Corp., Frontier Pacific Mining Corporation, Eldorado Gold Corporation, the World Bank, the United Nations and the U.S. State Department. Prior to becoming a minerals consultant, he worked as the Manager of Minerals Development for Getty Mining Corporation and Chief Mining Engineer for Bechtel Corporation. Mr. Davies holds a B.Sc. in Mining Engineering from the Royal School of Mines, University of London and is a member of the Canadian Institute of Mining, the American Institute of Mining Engineers and the Professional Engineers Association of British Columbia.

Mr. Robert Coale is currently a consulting metallurgical / processing engineer located in Southern California. He is also currently president of Patriot Gold Corporation (OTCBB:PGOL) and Giant Oil and Gas Corporation along with being a technical advisor to American Goldfields Corporation. Mr. Coale has been an officer, director, and technical advisory to numerous junior exploration companies and mineral production companies including Yuma Copper Corp., Francisco Gold Corporation, and Phelps

Dodge. He has also served as Chief Metallurgist with Getty Mining Corporation and Project Metallurgist with AMAX, Inc., A.G. McKee, Inc., Kennecott Copper, Corp., and Bougainville Copper Pty., Ltd. The mineral resource projects he has worked on are in diversified locations worldwide. Mr. Coale holds graduate degrees from the Colorado School of Mines, University of Witwatersrand, and the University of Minnesota. He is a registered professional engineer in California.

About Premium Exploration, Inc.:

Premium Exploration, Inc., is a Toronto Venture Exchange listed junior exploration company. Premium is being strategically developed to maximize the economic potential of the currently developing bull market in precious metals. The Company's exploration prospects consist of two significant land packages located in Montana and Sonora, Mexico. The Company exploration targets focus on Gold, Silver and Platinum Group Metals. More information can be found on our website at <http://www.premiumexploration.com> or on the SEDAR website at <http://www.sedar.com>.

Contact Information:

Mr. Del Steiner
President and CEO
Premium Exploration, Inc.
(604) 682-0243
Email: dsteiner@premiumexploration.com

- or -

Mr. Robert Rosenblat
Investor Relations
Premium Exploration, Inc.
(604) 760-0364

This press release contains certain "Forward-Looking Statements" within the meaning of Section 21E of the United States Security Exchange Act of 1934, and involve a number of risks and uncertainties. Important factors that could cause actual results to differ materially from the Company's expectations are disclosed in the Company's documents files from time to time with the TSX Venture Exchange and the British Columbia Securities Commission. All statements, other than of historical fact, included herein are forward-looking statements that involve various risks and uncertainties. There can be no assurance that such statements will prove to be accurate, and actual results and future events could differ materially from those anticipated in such statements. The TSX Venture Exchange has not reviewed and does not accept responsibility for the adequacy or accuracy of this release.