

This is the form of a material change report required under section 85 (1) of the *Securities Act* and section 151 of the *Securities Rules*.

**BC FORM 53-901F
(Previously Form 27)**

Securities Act

MATERIAL CHANGE REPORT

Item 1: Reporting Issuer

CUE CAPITAL CORP. 3rd Floor – Bellevue Centre 235-15th Street, West Vancouver, BC, V7T 2X1

Item 2: Date of Material Change

February 6, 2008

Item 3: Press Release

February 6, 2008

Item 4: Summary of Material Change

Cue Resources Ltd. reports core analyses from drilling at the Yuty Uranium project, Paraguay

Item 5: Full Description of Material Change

Cue Resources Ltd. (“Cue”) is pleased to announce that it has received chemical and radiometric (“closed can”) analyses from 236 core samples taken at its Yuty uranium project in Paraguay. The results fully confirm the validity of the downhole radiometric grades reported previously. Drilling is continuing with three drill rigs.

The half-meter core samples were crushed and ground at the SGS laboratory in San Juan, Argentina. They were then shipped to Energy Labs in Casper, Wyoming, for analysis by both closed can gamma and by chemical analyses.

The results show excellent correlation between the chemical and radiometric uranium grades. As is typically the case in sandstone hosted deposits, at the lowest grade values, less than 0.02% U₃O₈, the chemical grades are slightly lower than the radiometric grades. This is referred to as negative disequilibrium. In the range of 0.02 to 0.10% U₃O₈, the radiometric grades and chemical grades are very similar, showing that the uranium is in equilibrium for this range. For higher values, greater than 0.10% U₃O₈, the chemical grades are consistently higher than the radiometric grades. This indicates a positive disequilibrium. Thus it can be stated that for higher grades, the radiometric data somewhat underestimates the true uranium content.

When the core analyses are compared to the downhole gamma logs, on an interval basis since it is not possible to relate specific samples to downhole readings, the core analyses give consistently higher uranium concentrations.

Chris M. Healey, P.Geo, COO Cue, commented, “these results are highly significant since they completely validate the use of downhole radiometric logging to provide rapid and accurate evaluations of each drill hole.”

“Closed Can” uranium analysis works on the premise that, in a particular deposit, the activities of ^{238}U and ^{226}Ra will be in secular equilibrium being that the half-life of uranium is much greater than that of ^{226}Ra . Once the can is sealed with the sample contained, conditions are ideal for attaining secular equilibrium between ^{226}Ra , ^{222}Rn , and ^{214}Bi , which is quantified using a 2” NaI detector at the ^{214}Bi 609 Kev energy region. Since ^{238}U is the only possible source of ^{226}Ra , the specific activity of ^{238}U is applied to the tested activity of ^{226}Ra to determine the total uranium concentration. The efficiency of the counting system is determined using certified ^{226}Ra standards in the same geometry and density as the canned core samples. The official method identification, which will be used in data reporting, is EPA-901.1.

Chemical analysis is conducted on a strong mineral acid digest of the dried and ground core. Following drying and grinding and blending the core samples, a 1-gram subsample is taken and delivered to a digestion vessel. Fifty % nitric acid is added to the vessel (50 ml centrifuge tube), the vessel is loosely sealed and heated in a water bath @95°C for >16 hours. Following the heating period, the volume is adjusted to a known level, typically 50 ml. Uranium analysis (and other metals) is performed on the solution by Inductively Coupled Argon Plasma (ICP) emission spectroscopy against certified commercial standards (EPA-6010).

Chris M. Healey, P.Geo, COO Cue, is the qualified person responsible for the technical content of this release.

Cue has the right to earn a 100% interest in the project; it currently owns a 30% interest in Transandes Paraguay, S.A. and is in the process of completing an earn-in for the remaining 70%. Transandes has an exploration permit granting the exclusive rights to explore for uranium on the Yuty project in south-east Paraguay.

Cue has recently (September 6, 2007) announced a financing and strategic alliance agreement with Cameco Global Exploration Ltd. (“Cameco”). That Letter Agreement established a strategic alliance between the two companies, including three tranches of financing, as well as a provision to create joint ventures within the Yuty project area. Cameco is a wholly owned subsidiary of Cameco Corporation a reporting company having its shares posted and called for trading on the Toronto and New York Stock Exchanges. Cameco Corporation is the world’s largest uranium producer.

The first two tranches were closed in 2007, for USD\$4.5 Million and CDN \$2.5 Million respectively. The third tranche, CDN\$12.5 Million, will close in early 2008, subject to Cue meeting certain milestones.

Item 6: Reliance on section 85 (2) of the Act

N/A

Item 7: Omitted Information

N/A

Item 8: Senior Officers

RAHOUL SHARAN - President/CEO

Item 9: Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

DATED at the City of Vancouver, British Columbia this 6th day of February 6, 2008.

‘Chris Healy’

CHRIS HEALY – COO - Director