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

April 15, 2008

Item 3: Press Release

April 15, 2008

Item 4: Summary of Material Change

CUE RESOURCES LTD. ANNOUNCES $2,800,000 FINANCING

Item 5: Full Description of Material Change

Cue Resources Ltd. ("TSX Venture: CUE") (the "Company") is pleased to announce a non-brokered private placement of up to 4,000,000 Units at a price of $0.70 per Unit to raise a total of up to $2,800,000. Each Unit will consist of one common share and one-half of one transferable common share purchase warrant. Each whole warrant will entitle the holder to subscribe for one additional common share at a price of $1.00 for a period of one year from the date of closing.

In connection with the Offering, a finder's fee, payable in cash, of 7% may be payable on a portion of the private placement to registrants who have assisted with the Offering. At the option of such registrants, such finder's fee is also payable by way of issuance of units on the same terms and conditions as applicable to the units sold pursuant to the Offering.

The use of proceeds raised from this issue will be used to advance the company's Yuty Project in Paraguay and for general working capital purposes.

Completion of the placement is subject to the approval of the TSX Venture Exchange.

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 15th day of April, 2008.

'Rahoul Sharan"

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Rahoul Sharan – President - CEO