CONIFEX TIMBER INC.

MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

Conifex Timber Inc.
Suite 110, 2925 Virtual Way
Vancouver, British Columbia
V5M 4X5

Item 2: Date of Material Change

December 6, 2010

Item 3: News Release

On December 6, 2010, Conifex Timber Inc. (the "**Company**") issued a news release through the facilities of Marketwire. A copy of the news release announcing the material change is set out at Schedule "A" to this report.

Item 4: Summary of Material Change

The Company announced the appointment of Kevin Horsnell as Chief Operating Officer of the Company.

Item 5: Full Description of Material Change

See attached news release at Schedule "A" to this report.

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

The following senior officer of the Company is knowledgeable about the material change and this report:

Yuri Lewis
Chief Financial Officer
(778) 331-8687

Item 9: Date of Report

December 14, 2010

SCHEDULE "A"

CONIFEX

NEWS RELEASE: via MARKETWIRE

TSX VENTURE: CFF

FOR IMMEDIATE RELEASE

CONIFEX TIMBER INC. APPOINTS CHIEF OPERATING OFFICER

Vancouver, British Columbia, December 6, 2010 – Conifex Timber Inc. **("Conifex"**) announced today the appointment of Kevin Horsnell as its Chief Operating Officer **("COO"**). Mr. Horsnell is a Forestry Graduate from the University of British Columbia and obtained his MBA from Royal Roads University. Mr. Horsnell is also a Registered Professional Forester. His extensive industry experience includes the management of all aspects of woodlands and manufacturing operations at a large interior BC sawmill complex.

Mr. Horsnell's key responsibilities in his new role at Conifex will be the oversight and continued development of its forestry, manufacturing, and marketing operations at Fort St. James and Mackenzie. Conifex recently restarted the Site II sawmill at Mackenzie on a one-shift basis and is planning to add a second shift at its Fort St. James facility during the first quarter of 2011.

Conifex Timber Inc.

Conifex is a publicly listed forest products company operating in the interior region of British Columbia. Conifex's primary business includes timber harvesting, reforestation, forest management, sawmilling logs into lumber and wood chips, and value added lumber finishing. Conifex's lumber products are sold in the United States, Chinese, Canadian and Japanese markets.

Conifex's sawmill complex situated in Fort St. James, British Columbia was purchased in August 2008 and commenced operations on a one-shift basis in March 2009. At this mill, Conifex intends to move to a two-shift operation in the first half of 2011 upon the completion of a capital expenditure program currently underway. Conifex's sawmill complex situated in Mackenzie, British Columbia was purchased in June 2010. On a combined basis, Conifex has an annual lumber production capacity of approximately 745 million board feet on a two-shift basis, all supported by renewable forestry licences with an allowable annual cut of approximately 1.6 million cubic metres.

CONIFEX TIMBER INC.

Per: *"Kenneth A. Shields"*
Kenneth A. Shields, Chief Executive Officer

For additional information, please contact:

Yuri Lewis, Chief Financial Officer
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Information set forth in this news release may involve forward-looking statements under applicable securities laws. Forward-looking statements are statements that relate to future, not past, events. In this context, forward-looking statements often address expected future business and financial performance, and often contain words such as "anticipate", "believe", "plan", "estimate", "expect", and "intend", statements that an action or event "may", "might", "could", "should", or "will" be taken or occur, or other similar expressions. All statements, other than statements of historical fact included herein, including, without limitation, statements about Conifex business are forward-looking statements. By their nature, forward-looking statements involve known and unknown risks, uncertainties and other factors which may cause our actual results, performance or achievements, or other future events, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking statements. Such factors include, among others, the following risks: the need for additional financing; operational risks; fluctuations in commodity prices; environmental liability claims and insurance; competition; dilution; and the volatility of our common share price and volume. Forward-looking statements are made based on management's beliefs, estimates and opinions on the date that statements are made and Conifex undertakes no obligation to update forward-looking statements if these beliefs, estimates and opinions or other circumstances should change, except as required by applicable securities laws. Investors are cautioned against attributing undue certainty to forward-looking statements.

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the polices of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.