FORM 51-102F3
Material Change Report

MATERIAL CHANGE REPORT UNDER SECTION 7.1(2) OR (3) OF NATIONAL INSTRUMENT NO. 51-102

Item 1. **Reporting Issuer**

GLR Resources Inc.
4 Al Wende Avenue
P.O. Box 546
Kirkland Lake, ON
P2N 3J5

Item 2. **Date of Material Change**

A material change took place on **June 1, 2007**

Item 3. **Press Release**

On **June 1, 2007** a news release in respect of the material change was disseminated through Canada Stockwatch, Market News and CNW Group, Canadian Disclosure Network.

Item 4. **Summary of Material Change**

The material change is described in the Company's press release attached hereto as Schedule "A", which press release is incorporated herein.

Item 5. **Full Description of Material Change**

No information other than that provided in Item 4 above is presently available.

Item 6. **Reliance on subsection 7.1(2) or (3) of National Instrument 51-102**

The report is not being filed on a confidential basis.

Item 7. **Omitted Information**

No information has been omitted.

Item 8. **Executive Officer**

Robert J. Kasner, President & CEO

Item 9. **Date of Report**

DATED at Kirkland Lake, in the Province of Ontario, this**1st** day of **June, 2007**

"ROBERT J. KASNER"

Per: Robert J. Kasner

President & CEO

Schedule “A”

GLR Updates Resource at Box Mine Project

June 1, 2007 TSX:GRS/Frankfurt:GKF

[**GLR Resources Inc.**-GRS:TSX, GKF:Frankfurt] (—GLR“ or —the company“) is pleased to announce an update of more than 10% to its previously stated measured and indicated resource for the Box Mine portion of its “Goldfields Project” in northern Saskatchewan. This resource revision was calculated by Bikerman Engineering & Technology Associates, Inc. (BETA) as part of the work towards the NI43-101 compliant Final Feasibility Study being undertaken for GLR Resources. The positive Feasibility Study has been submitted to GLR for internal review, and the results will be released to the public shortly. GLR is pleased with the work that BETA has performed, and anticipates an accelerated engineering, procurement, and construction management (EPCM) schedule to begin this summer under the direction of John D. Orr, P.Eng.,Chief Operating Officer of GLR.

Commenting on this announcement, Robert Kasner, President and CEO of GLR Resources Inc. said " ...with this increase of 80,000 ounces of measured and indicated resource at the Box mine, as our combined resource for the Goldfields Project is now well **over one million ounces** (see GLR press release of February 26, 2007), I look forward to seeing our first gold produced at the Box Mine in 2008...".

BETA has determined that the resources previously stated by Wardrop Engineering were at a cut-off grade higher than that typically utilized for feasibility, and as such, require restatement to reflect current and expected economic conditions. At a current gold price of US$650 per ounce, the internal cutoff of the mine is 0.25 g/t (assuming a process cost of US$5.00/t and recovery of 95%). It is a reasonable expectation that gold prices will increase in the future, and as such, BETA has stated resources using a 0.125 g/t cutoff. The resource as stated meets all requirements of NI43-101.

Gold Cutoff g/t	MEASURED			INDICATED			MEASURED + INDICATED			INFERRED	
	Tonnes Au Ounces (000) g/t (000)			Tonnes Au Ounces (000) g/t (000)			Tonnes Au Ounces (000) g/t (000)			Tonnes Au Ou (000) g/t (000	
0.125	2,787	1.47	132	16,460	1.20	635	19,247	1.24	767	5,229	0.71
0.250	2,401	1.68	129	14,500	1.34	623	16,901	1.39	753	3,710	0.93
0.375	2,013	1.94	126	12,284	1.52	601	14,296	1.58	727	2,698	1.17

John D. Orr, P.Eng., is the qualified person responsible for reviewing the contents of this press release.

For further information please contact:

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