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 **September 6, 2007**

Item 3. **Press Release**

On **September 6, 2007** a news release in respect of the material change was disseminated through Canada Stockwatch, Market News and CNW Group, Canadian and US 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 **17th** day of **September, 2007**

"ROBERT J. KASNER"

Per: Robert J. Kasner

President & CEO

Schedule “A”

Not for distribution to U.S. Newswire Service or for Dissemination in the United States

GLR RESOURCES INC. COMPLETES NON-BROKERED FINANCING

KIRKLAND LAKE, Ontario, SEPTEMBER 7, 2007 - GLR Resources Inc. (“GLR” or the "Company") (TSX: GRS) announces that it has completed a non-brokered private placement financing (the "Financing") pursuant to which 96,500 Class A voting common shares (the "Common Shares") were issued at a price of $0.55 per Common Share for aggregate gross proceeds of $53,075. The Common Shares were issued on a "flow-through" basis and are subject to a hold period expiring on January 7, 2008.

Malcolm Bucholtz, the Vice President, Investor Relations of the Company, subscribed for 36,500 Common Shares pursuant to the Financing. As a consequence, the participation of Mr. Bucholtz in the Financing constitutes a "related party transaction" that is subject to Ontario Securities Commission Rule 61-501. The Company completed Mr. Bucholtz's subscription within 21 days of the date of the initial decision of the board of directors of the Company to proceed with the Financing, as part of the closing of the Company's larger offering of Common Shares.

The gross proceeds of the Financing will be used for exploration of the Company’s mining properties located in Ontario and Saskatchewan.

The securities offered have not been registered under the United States Securities Act of 1933, as amended, and may not be offered or sold in the United States absent registration or an applicable exemption from the registration requirements. This press release shall not constitute an offer of securities for sale in the United States or Canada or the solicitation of an offer to buy securities in the United States or Canada, nor shall there be any sale of the securities in any jurisdiction or state in which such offer, solicitation or sale would be unlawful.

For further information please contact:

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President and Chief Executive Officer

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