FORM 51-102F3

Material Change Report

ITEM 1. NAME AND ADDRESS OF COMPANY

Western Silver Corporation ("Western Silver")
Suite 2050, 1111 W. Georgia Street
Vancouver, BC V6E 4M3

ITEM 2. DATE OF MATERIAL CHANGE

February 23, 2006

ITEM 3. NEWS RELEASE

Issued February 24, 2006 and distributed through the facilities of Canada Newswire and SEDAR.

ITEM 4. SUMMARY OF MATERIAL CHANGE

On February 24, 2006, Glamis Gold Ltd. ("Glamis") announced an agreement to acquire all of the outstanding shares of Western Silver through an exchange of shares of Western Silver for shares of Glamis.

ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE

On February 24, 2006, Glamis announced an agreement to acquire, through an agreed plan of arrangement, all of the outstanding shares of Western Silver. Under the plan of arrangement, each Western Silver shareholder will receive 0.688 of a Glamis common share and one share in a new exploration and development company ("ExploreCo") for each Western Silver share held. Western Silver will transfer to ExploreCo approximately CDN$38 million in cash, its interest in the Carmacks Copper Project in the Yukon and an early-stage exploration project in Mexico. Based on the fully diluted share capital of Western Silver as at January 31, 2006, Glamis will issue approximately 35,266,590 common shares under the arrangement.

Based on the 20-day volume weighted average trading price for common shares of Glamis on the Toronto Stock Exchange, the transaction values each Western Silver share at CDN$24.85.

The transaction is subject to completion of a definitive arrangement agreement, approval by Western Silver shareholders and the receipt of regulatory approvals. The transaction is not subject to due diligence, and is expected to close in May of 2006.

The Boards of Directors of both companies have unanimously approved the transaction. The Board of Directors of Western Silver has received an opinion from Macquarie North America Ltd. that the transaction is fair, from a financial point of view, to Western Silver shareholders. Officers and directors of Western Silver have agreed to enter into lock-up and support arrangements with Glamis under which they have agreed to vote in favour of the transaction. In the event that the transaction is not completed due to Western Silver recommending or accepting a superior proposal, Western Silver has agreed to pay Glamis a termination fee equal to 3.5% of Western Silver's market capitalization.

Additional terms of the agreement include:

1. the appointment of Dale F. Corman, the Chief Executive Officer and Chairman of Western Silver, to the board of directors of Glamis;

2. ExploreCo entering into a two-year non-competition agreement in respect of certain parts of Mexico; and

3. the grant by ExploreCo to Glamis of a share purchase warrant to acquire up to 5% of the fully diluted issued shares of ExploreCo as at the closing, for a two year period at an exercise price of CDN$3.50 per share.

ITEM 6. RELIANCE ON SUBSECTION 7.1(3) OF NATIONAL INSTRUMENT 51-102

Not applicable.

ITEM 7. OMITTED INFORMATION

No information has been omitted on the basis that it is confidential information.

ITEM 8. EXECUTIVE OFFICER

Contact: Jeffrey Giesbrecht, Vice President, Corporate Secretary
Telephone: (604) 684-9497

ITEM 9. DATE OF REPORT

DATED at Vancouver, British Columbia, this 2nd day of March, 2006.