

MATERIAL CHANGE REPORT

- To: British Columbia Securities Commission
Alberta Securities Commission
- Item 1. Name and Address of Company – GOLDEN CHALICE RESOURCES INC., Suite 711 – 675 West Hastings Street, Vancouver, B.C., Canada V6B 1N2
- Item 2. Date of Material Change – August 22, 2005.
- Item 3. News Release – News Release issued August 22, 2005, at Vancouver, BC.
- Item 4. Summary of Material Change – Golden Chalice Resources Inc. (the “Company”) with his joint venture partner, Klondike Gold, is pleased to announce that it has begun its 2005 drill program in the Purcell Mountains of southeastern British Columbia.
- Item 5. Full Description of Material Change – **Golden Chalice Resources Inc. (TSX-V: GCR)** with his joint venture partner, Klondike Gold, is pleased to announce that it has begun its 2005 drill program in the Purcell Mountains of southeastern British Columbia. Several sub-basins, favourable for the discovery of Sullivan-type deposits, will be tested by deep drilling. Sullivan is a 165 million tonne lead-zinc-silver massive sulphide deposit, located within the Middle Proterozoic Aldridge Formation, which produced until its closure in 2002 more than \$20 billion worth of metals. A 2004 drill hole on the Pakk property, located 30 km southwest of Sullivan, is currently being extended several hundred meters to the Sullivan horizon. Pakk, optioned from Supergroup Holdings, is a joint venture program with Klondike Gold Corp. The property is within a structurally controlled sub-basin that contains considerable surface alteration and several mineralized zones.
- Item 6. Reliance on Section 7.1(2) or (3) of National Instrument 51-102 – Not applicable.
- Item 7. Omitted Information – The undersigned is aware of no information of a material nature that has been omitted.
- Item 8. Executive Officer – Mr. Alan Campbell, Director of the Issuer, is knowledgeable about the material change and this report. He can be contacted at (604) 685-2222.
- Item 9. Date of Report – Dated at Vancouver, British Columbia, this 25th day of July, 2005.