

This is the form of material change report required under Section 85(1) of the Securities Act.

BC FORM 53-901F
(formerly Form 27)

Securities Act

MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE ACT

Item 1. Reporting Issuer

Afrasia Mineral Fields Inc.
Cathedral Place
Suite 1304 – 925 West Georgia St.
Vancouver, BC V6C 3L2
(604) 684-2181

Item 2. Date of Material Change

July 14, 2005

Item 3. Press Release

Issued on July 14, 2005, at Vancouver, BC Canada and distributed to the TSX Venture Exchange, Market News and Vancouver Stockwatch.

Item 4. Summary of Material Change

Afrasia is pleased to announce that it has entered into a Participation and Farm-in Agreement with Angels Exploration Fund Inc. to drill a test well in the Red Earth area of North-Central Alberta with a rolling option to drill additional wells based on the success of the first.

Item 5. Full Description of Material Change

Please see attached press release.

Item 6. Reliance on Section 85(2) of the Act

N/A

Item 7. Omitted Information

None

Item 8. Senior Officers/Directors

The following senior officers/directors of the Issuer are knowledgeable about the material change and may be contacted by the Commission at the address and telephone number:

Praveen Varshney
President and Director
Suite 1304 – 925 West Georgia St.
Vancouver, BC
V6C 3L2
(604) 684-2181

Peeyush K. Varshney
Director
Suite 1304 – 925 West Georgia St.
Vancouver, BC
V6C 3L2
(604) 684-2181

Item 9. Statement of Senior Officer/Director

The foregoing accurately discloses the material change referred to herein.

Dated this 14th day of July 2005.

“Praveen K. Varshney”

Praveen K. Varshney
Name

President and Director
Position / Title

Vancouver, B.C.
Place of Declaration