BC FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

Dentonia Resources Ltd.
Suite 303 - 1039 Richards Street, Vancouver, B.C. V6B 3E4

Item 2. Date of Material Change – October 7, 2004

Item 3. News Release

Dentonia Resources Ltd. (the "Company") issued a news release on October 7, 2004.

Item 4. Summary of Material Change

The Company has closed its private placement of 1,680,000 Units @ $0.06 per share.

Item 5. Full Description of Material Change

The Company has closed its non-brokered private placement of 1,680,000 Units @ $0.06 per Unit. Each Unit consists of one common share and one non-transferable share purchase warrant ("warrant"). One warrant entitles the holder to purchase one additional share exercisable for a period of two years, at an exercise price of $0.10 per share to October 7, 2005, and at $0.20 per share after October 7, 2005 to October 7, 2006.

The total proceeds of $100,800 will be used to finance a preliminary exploration and prospecting program on Dentonia's HY Property, Tintina Gold Belt, Southeast Yukon, possible option payment, and a geophysical survey at the Atkinson Gold Prospect, Abitibi Greenstone Belt, Ontario and general working capital.

The 1,680,000 shares and any shares issued pursuant to the warrant are subject to a hold period and may not be traded until February 7, 2005.

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

This report is not being filed on a confidential basis.

Item 7. Omitted Information – N/A

Item 8. Executive Officer

To obtain further information, contact Mr. Adolf A. Petancic, President of the Company at 604 682-1141.

Item 9. Date of Report – October 7, 2004

"Adolf A. Petancic"
Authorized Signatory