

FORM 53-901F

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

Item 1. Reporting Issuer

State the full name and address of the principal office in Canada of the reporting issuer.

Consolidated Gold Win Ventures Inc.
Suite 410 – 455 Granville Street
Vancouver, BC V6C 1T1

(604) 671-4718

Item 2. Date of Material Change

August 11, 2003

Item 3. Press Release

State the date and places of issuance of the press release issued pursuant to Section 85(1) of the Act.

This news release was issued on August 11, 2003 through Canada Stockwatch and Market News.

Item 4. Summary of Material Change

Provide a brief but accurate summary of the nature and substance of the material change.

Further to the Company's news release of July 30, 2003 in respect of a proposed financing of \$250,000, the maximum allowable finder's fee shall be payable.

Item 5. Full Description of Material Change

Same as item 4 above.

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

This report is not being filed on a confidential basis.

Item 7. Omitted Information

The director of the Company, Souhail (Abby) Farrage is knowledgeable about the material change. He may be contacted at the address and telephone number given in Item 1.

Item 8. Senior Officers

Souhail (Abby) Farrage, who may be contacted at address and phone number listed in Item 1.

Item 9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

Dated 8th of August, 2003

“Souhail (Abby) Farrage”

Name: Souhail (Abby) Farrage

Director

**Consolidated Gold Win Ventures Inc.
Suite 410 – 455 Granville Street
Vancouver, BC V6C 1T1**

NEWS RELEASE

August 11, 2003

Symbol: CGW

Further to the Company's news release of July 30, 2003 in respect of a proposed financing of \$250,000, the maximum allowable finder's fee shall be payable.

CONSOLIDATED GOLD WIN VENTURES INC.

Per:

“Souhail (Abby) Farrage”

Souhail (Abby) Farrage, Director

THE TSX VENTURE EXCHANGE HAS NEITHER APPROVED OR DISAPPROVED OF THE CONTENTS HEREIN.