

**Form 51-103F3**  
**Material Change Report**

**1. Name and Address of Company**

CONSOLIDATED GOLD WIN VENTURES INC.  
Suite 1016 – 470 Granville Street  
Vancouver, British Columbia V6C 1V5  
Telephone: (604) 536-6115

**2. Date of Material Change**

March 1, 2006

**3. News Release**

March 1, 2006

**4. Summary of Material Change**

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

Please see the attached news release.

**5. Full Description of Material Change**

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

Please see the attached news release

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

Not applicable.

**7. Omitted Information**

Not applicable.

**8. Executive Officer**

Souhail ‘Abby’ Abi-Farrage, Director, who may be contacted at the address and phone number listed in Item 1 above.

**9. Date of Report**

March 1, 2006



Suite 1016 – 470 Granville St., Vancouver, British Columbia V6C 1V5

## **NEWS RELEASE**

March 1, 2006

Symbol: TSX-V: CGW

**CONSOLIDATED GOLD WIN VENTURES INC.** (the “Company”) wishes to announce that it has entered into a private placement for the sale of 5,000,000 units at \$0.07 per unit for a total of \$350,000 CDN, where each unit consists of one common share of the Company and one share purchase warrant having a two year term for the purchase of one further common share of the Company at the exercise price of \$0.10 per share. The total placement will be broken into 2,000,000 flow-through shares and flow-through warrants, and 3,000,000 non-flow through shares and non-flow through warrants.

The maximum allowable finder’s fee shall be payable.

Further information can be obtained from the company’s web site [www.v-cgw.com](http://www.v-cgw.com) or by contacting Abby Farrage at (604) 671-4718.

Souhail ‘Abby’ Abi-Farrage, President and Director  
Consolidated Gold Win Ventures Inc.  
Vancouver, BC  
Email: [moreinfo@v-cgw.com](mailto:moreinfo@v-cgw.com)

*The TSX Venture Exchange has neither approved nor disapproved of the information contained herein. The statements that are not historical facts are forward-looking statements involving known and unknown risk factors and uncertainties which may cause actual results to vary considerably from these statements. The risks and uncertainties include those described in the company’s quarterly filing with the SEC and other period filings.*