

Form 51-102F3
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) 671-4718

2. Date of Material Change

May 11, 2007

3. News Release

May 11, 2007

4. Summary of Material Change

Please see the attached news release.

5.1 Full Description of Material Change

Please see the attached news release.

5.2 Disclosure for Restructuring Transactions

Not Applicable

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 or Shareholder Relations @ 778-994-6453

9. Date of Report

May 11, 2007



Consolidated Gold Win Ventures Inc.

Creating Wealth Through World-wide Mineral Exploration

**1016 – 470 Granville Street
Vancouver, BC V6C 1V5**

NEWS RELEASE

May 11, 2007

Symbol: CGW

The Company is pleased to advise that the previously announced private placement for the sale of up to 6,666,667 units at \$0.15 per unit have now closed its acceptance for subscriptions and will now proceed with the filing with the TSX Venture Exchange.

CONSOLIDATED GOLD WIN VENTURES INC.

Per:

“Souhail Abi-Farrage”

Souhail Abi-Farrage, Director

About Consolidated Gold Win Ventures

Consolidated Gold Win Ventures is a progressive and rapidly advancing junior exploration company with interests in Nevada – South Dolly Varden Gold Copper claims, British Columbia – Yeti Gold claims, North West Territories – Drybones Diamond properties, Quebec – Raglan Platinum Group Metal claims.

Further information can be obtained by contacting:

Shareholder Relations @ 778-994-6453

or

Abby Farrage @ 604-671-4718

Email: moreinfo@v-cgw.com

Web site: www.v-cgw.com

We seek safe Harbor

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