

FORM 51-102F3

Material Change Report

ITEM 1. NAME AND ADDRESS OF COMPANY

Pacific Wildcat Resources Corp. (the "**Company**")
Suite 900 – 475 Howe Street
Vancouver, British Columbia V6C 2B3

ITEM 2. DATE OF MATERIAL CHANGE

January 18, 2005

ITEM 3. NEWS RELEASE

Issued January 18, 2005.

ITEM 4. SUMMARY OF MATERIAL CHANGE

See attached news release.

ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE

The Company has been advised that Gwalia Consolidated Ltd. of West Perth, Australia has sold, by way of private sale, a total of 9,012,500 common shares in the capital of the Company. The sale closed on January 18, 2005.

ITEM 6. RELIANCE ON SUBSECTION 7.1(3) OF NATIONAL INSTRUMENT 51-102

If this Report is being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of NI 51-102, state the reasons for such reliance.

Not applicable.

ITEM 7. OMITTED INFORMATION

No information has been omitted on the basis that it is confidential information.

ITEM 8. EXECUTIVE OFFICER

Contact: Brian Flower
Telephone: (604) 669-8985

ITEM 9. DATE OF REPORT

DATED at Vancouver, British Columbia, this 18 day of January, 2005.