BARD VENTURES LTD.

FORM 51-102F3

NATIONAL INSTRUMENT 51-102

MATERIAL CHANGE REPORT UNDER SECTION 7.1 OF NI 51-102

Item 1. **Name and Address of Company**

Bard Ventures Ltd. (the "Company")
1255 West Pender Street
Vancouver, BC V6E 2V1

Item 2. **Date of Material Change**

November 8, 2005

Item 3. **News Release**

Issued November 8, 2005 and distributed through the facilities of Vancouver Stockwatch and Market News. Copies were also forwarded to the British Columbia Securities Commission, Alberta Securities Commission and the TSX Venture Exchange via SEDAR.

Item 4. **Summary of Material Change**

The Company announced that it has arranged a brokered private placement through Bolder Investment Partners, Ltd. of up to 3,333,333 Flow-through Units at $0.075 per Flow-through Unit and 3,333,333 Non Flow-through Units at $0.075 per Non-Flow-through Unit.

Item 5. **Full Description of Material Change**

The Company announced that it has arranged a brokered private placement through Bolder Investment Partners, Ltd. (the "Agent") of up to 3,333,333 Flow-through Units at $0.075 per Flow-through Unit and 3,333,333 Non Flow-through Units at $0.075 per Non-Flow-through Unit. Each Flow-through Unit consists of one Flow-through share and one-half of one transferable share purchase warrant. Each Non Flow-through Unit consists of one common share and one transferable share purchase warrant. Each whole share purchase warrant entitles the holder thereof to purchase one additional common share of the Company for a term of 12 months from the date of closing at a price of $0.10 per common share.

Upon closing of the private placement, the Agent will be paid a commission consisting of 8% of the gross proceeds sold by the Agent payable in units of the Company (the "Agent's Units"). Each Agent's Unit will consist of one common share and one share purchase warrant which will have the same terms as those described above. The Company has also agreed to issue to the Agent, share purchase warrants (the "Agent's Warrants") to acquire that number of common shares as is equal to 10% of the total number of Flow-through Units and Non Flow-through Units sold by the Agent. Each Agent's Warrant entitles the holder thereof to acquire one common share of the Company for a term of 12 months from the date of closing at a price of $0.10 per common share.

The Company will also pay to the Agent a corporate finance fee of 100,000 units, each unit having the same terms as the Agent's Units.

The offering is subject to a number of conditions including the execution of formal documentation and receipt of the applicable regulatory approvals.

The proceeds from this offering will be used for further exploration of its gold and base metal properties and uranium properties in Canada.

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

This report is not being filed on a confidential basis.

Item 7. **Omitted Information**

No information has been omitted.

Item 8. **Executive Officer**

Eugene Beukman, President, at (604) 687-2038.

Item 9. **Date of Report**

DATED at Vancouver, this 8th day of November, 2005.