

This is the form of material change report required under Section 85(1) of the Securities Act of British Columbia.

FORM 53-901F

SECURITIES ACT

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

1. **REPORTING ISSUER**

HARLOW VENTURES INC.

Telephone : 604-689-9661

Fax : 604-689-9610

2. **DATE OF THE MATERIAL CHANGE**

October 4, 2005

3. **PRESS RELEASE**

A News Release dated October 4, 2005, and issued in Vancouver, British Columbia was disseminated through the Canada Stockwatch, and Market News Publishing.

4. **SUMMARY OF MATERIAL CHANGE**

See attached Harlow Ventures Inc. News Release dated for reference October 4, 2005.

5. **FULL DESCRIPTION OF MATERIAL CHANGE**

Refer to attached copy of October 4, 2005 press release for full particulars.

6. **RELIANCE ON SECTION 85(2) OF THE ACT**

Not Applicable

7. **OMITTED INFORMATION**

Not Applicable

8. **SENIOR OFFICER**

Gary MacDonald, President

9. **STATEMENT OF SENIOR OFFICER**

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia this October 4, 2005.

Yours truly,

HARLOW VENTURES VENTURES INC.

Per: "Gary MacDonald"

Gary MacDonald, President

HARLOW VENTURES INC.

Suite 201 – 850 West Hasting Street, Vancouver, B.C
Tel: 604 689 9661 Fax: 604 690 0610

NEWS RELEASE

APPOINTMENT OF DIRECTOR

Vancouver, B.C. October 4, 2005. Harlow Ventures Inc. (HLW.H – TSX Venture Exchange). The Company wishes to announce the appointment of Mr. Egil Livgard to the board of Directors.

Ms. Shirley Mooney a Director of the Company passed away. Ms. Mooney was appointed Director and President of the Company since June 2002. Our thoughts and condolences are with her family, friends and colleagues.

On behalf of the board of directors

“Gary MacDonald”

President

The TSX Venture Exchange has not reviewed and does not accept responsibility for the adequacy or accuracy of this release.