

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

FORM 27

SECURITIES ACT

MATERIAL CHANGE REPORT UNDER SECTION 67(1) OF THE ACT

1. Reporting Issuer

Getchell Resources Incorporated
701-318 Homer Street
Vancouver, BC V6B 2V2

2. Date of Material Change

December 17, 1999

3. Press Release

December 17, 1999

4. Summary of Material Change

The Company announces that it has arranged a private placement of 75,000 units at \$0.20 per unit for proceeds of \$15,000 to be used for working capital.

5. Full Description of Material Change

See attached news release.

6. Reliance on Section 85(2) of the Act

N/A

7. Omitted Information

N/A

8. Senior Officers

Contact Person: Alex Pannu
Business Telephone: 683-6798

9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, B.C. this 24th day of December, 1999.

GETCHELL RESOURCES INCORPORATED

Per: "Alex Pannu"

Alex Pannu, Director
(Name & Title of Signatory)

Getchell Resources Inc.

NEWS RELEASE

December 17, 1999

Symbol: GHS

Getchell Resources Inc. announces that it has arranged a private placement of 75,000 units at \$0.20 per unit for proceed of \$15,000 to be used for working capital.

Each unit comprises one common share and one two-year non-transferable warrant. One warrant entitles the holder to purchase one additional common share for \$0.20 if exercised in the first year and for \$0.23 if exercised in the second year.

This transaction is subject to the approval of the Canadian Venture Exchange.

On behalf of the Board:

"Iain Brown"

Iain Brown, President

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