Form 51-102F3

MATERIAL CHANGE REPORT

ITEM 1 **REPORTING ISSUER**

ANGLO-CANADIAN URANIUM CORP..
(the "Company")
1150 – 355 Burrard Street
Vancouver, B.C. V6C 2G8

ITEM 2 **DATE OF MATERIAL CHANGE**

August4, 2006

ITEM 3 PRESS RELEASES

Issued August 4, 2006 at Vancouver, BC via Stockwatch

ITEM 4 **SUMMARY OF MATERIAL CHANGE**

The Company is pleased to announce it has reached agreements to sell 5,000,000 units at $0.45 per unit. A total of 3,000,000 units will be flow-through units. Each unit will be comprised of one common share and one-half of a share purchase warrant. Each whole warrant is exercisable at a price of $0.55 per share for a two year period. The remaining 2,000,000 units will be non flow-through. Each non flow-through unit will be comprised of one common share and one share purchase warrant. Each warrant is exercisable at a price of $0.55 per share for a two year period.

Proceeds from this financing will be used to further develop the existing portfolio uranium and vanadium projects in Colorado and Utah, and gold projects in British Columbia.

The Company has agreed to pay a finders' fee in accordance with TSX Venture Exchange policies.

ITEM 5 **FULL DESCRIPTION OF MATERIAL CHANGE**

See Schedule “A” N/A

ITEM 6 **RELIANCE ON SUBSECTION 7.1(2) of NATIONAL INSTRUMENT 51-102**

This report is not being filed on a confidential basis.

ITEM 7 **OMITTED INFORMATION**

There are no significant facts required to be disclosed herein which has been omitted.

ITEM 8 **DIRECTOR/SENIOR OFFICER**

Contact: Leonard J. Harris
Telephone: (604) 669-6807

ITEM 9 **STATEMENT OF SENIOR OFFICER/DIRECTOR**

The foregoing accurately discloses the material change referred to herein**.**

DATED at Vancouver, BC this 4th day of August 2006.

“Leonard J. Harris”

Leonard J. Harris

President

Schedule "A"