

This is the form of material change report required under section 85(1) of the Securities Act and section 151 of the Securities Rules.

FORM 27

Securities Act

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

Item 1. Reporting Issuer

G W R RESOURCES INC.
5230 Lansdowne Road
Armstrong, B.C.
V0E 1B4

Item 2. Date of Material Change

October 31, 2000

Item 3. Press Release

November 2, 2000; Armstrong, B.C.

Item 4. Summary of Material Change

After several months of negotiations, the Company has decided to withdraw from the acquisition of Genesis Research Corporation. As a result of the requirements that Genesis was continuing to place upon the Company, the directors were unanimous that the Company not dilute itself through this acquisition.

Item 5. Full Description of Material Change

After several months of negotiations, the Company has decided to withdraw from the acquisition of Genesis Research Corporation. As a result of the requirements that Genesis was continuing to place upon the Company, the directors were unanimous that the Company not dilute itself through this acquisition.

The Company is currently drilling hole 00-24 on the Ann claims, which form part of the Company's Lac La Hache properties. A complete compilation table, drill results and assays with cross sections will be released in the next few weeks.

Item 6. Reliance on section 85(2) of the Act

N/A

Item 7. Omitted Information

N/A

Item 8. Senior Officers

Irvin Eisler, President
 Tel: (250) 546-8048

Item 9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

DATED this 2nd day of November, 2000.

“Irvin Eisler”
 (signature)

Irvin Eisler
 Name

President
 Position

Armstrong, B.C.
 Place of Declaration