

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

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

Item 2. Date of Material Change

June 14, 2004

Item 3. News Release

June 15, 2004 through Canada Stockwatch and Market News

Item 4. Summary of Material Change

The Company announces the completion of the second phase of drilling on its Lac La Hache property.

Item 5. Full Description of Material Change

GWR Resources Inc. has recently completed its second phase of drilling on their Lac La Hache property. The program included 4 diamond drill holes (2000 metres) to further delineate mineralization on the 98 Zone and the Ann North Zone.

Two of 4 diamond drill holes, DDH 04-24 and DDH 04-25, were drilled to the south of the 98 Zone in the vicinity of DDH 98-5 in an area of an inverted low chargeability IP anomaly situated to the east of a major northwest trending structure.

Drill hole DDH 04-26 was drilled approximately 50 metres to the north and 35 metres to the east of the collar of DDH 04-19 and drilled to the south. The objective of this hole was to intersect the extension of higher grade gold intercepts identified in DDH 04-19 (4.38 g/t Au and 1.04 % Cu, over 4 metres) and DDH 04-21 (7.17 g/t Au and 0.64 % Cu over 8.45 metres). DDH 04-27 was collared approximately 50 metres north and 50 metres to the east of the collar of DDH 04-26 and also drilled to the south. Both holes were successful in intersecting significant high-grade copper-gold mineralization associated with porphyritic, potassic-altered and brecciated monzonites, in an untested area that extends approximately 100 metres to the north and east of the collar of DDH 04-19.

Additional drilling is planned in the Ann North Zone with step outs of approximately 25 metres from the collar of DDH 04-19 to the north and south and to the north and east of the collar of DDH 04-27. This east-northeast striking mineralized structure remains open to the northeast and may extend 600 metres in an area coincident with a northeast trending linear copper soil geochemical anomaly that is flanked by anomalous soil geochemical gold values further to the north.

Mineralized intervals for DDH 04 – 24 to 27 are outlined below.

Hole No.	Sample No.	From (m)	To (m)	Length (m)	Copper (%)	Gold (g/t)
DDH 04-24		173.90	181.90	8.0	0.42	0.15
DDH 04-25	NSA*					
DDH 04-26		32.50	45.10	12.60	0.24	0.11
	14146	93.25	95.25	2.00	0.34	1.26
	14148	97.25	99.25	2.00	0.48	1.16
		231.00	257.00	26.00	0.18	0.23
DDH 04-27		217.10	250.48	33.38	0.24	0.42
		233.10	250.48	17.38	0.35	0.38
	15003	180.25	181.25	1.00	1.87	1.32
	15022	217.10	219.25	2.15	0.10	2.95
	15035	242.10	244.10	2.00	0.51	1.69
	15036	244.10	245.10	1.00	0.40	1.09

Note: NSA – No Significant Assays

Representative samples have been selected for petrographic analysis from the holes most recently drilled.

A qualified person (QP), Mr. David Makepeace, M.Eng., P.Eng. (Geospectrum Engineering) has input all GWR Resources' drill hole data into a three-dimensional mining software database. Future drilling programs will be under the supervision of Mr. Makepeace and geologist Mr. Brian Callaghan including the most effective step-out drilling pattern for the Ann North northeast-trending mineralized structure.

Permitting is in place for a program of trenching in areas of mineralized outcrops that are coincident with copper-gold soil anomalies (values ranging to 2,237 ppm Cu and 380 ppb Au) along the Telegraph Corner mine road, situated in the southern portion of the Ann 2 mineral claim and approximately 1.5 kilometres south and slightly west of the Ann North Zone.

Future results of the proposed drilling and trenching will be announced as they become available.

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

N/A

Item 7. Omitted Information

N/A

Item 8. Executive Officer

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

Item 9. Date of Report

June 21, 2004

"Irvin Eisler"

(signature)

Irvin Eisler

Name

President

Position