

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

GWR Resources Inc.
650 St. Annes Road
Armstrong, B.C.
V0E 1B5

Item 2 Date of Material Change

November 12, 2007

Item 3 News Release

Date of dissemination – November 13, 2007

Method of dissemination – Canada Newswire, Canada StockWatch and Market News

Item 4 Summary of Material Change

GWR Resources Inc. (the “Company”) is pleased to announce that the Ministry of Mines has approved the Company’s application to significantly increase its drilling program to 104 drill holes along with trenching on its Lac La Hache project in south central British Columbia. Accordingly, the Company now has two drills active on the project, one that is continuing to drill the Aurizon copper-gold zone and another that is drilling on the Peach 1 zone of copper-gold mineralization, to the west of the Aurizon zone.

Item 5 Full Description of Material Change

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Copper-gold mineralization of the southeastern Aurizon zone has now been traced over a distance of over 700 metres and is open to the northwest where drilling is currently being conducted. An interpretation of the geology of the Aurizon zone is underway with the construction of sections and level plans in order to better understand the disposition of mineralization in this structurally complex area.

The Peach 1 zone, located about one kilometre to the west of the Aurizon zone within a broad northwesterly trending “structural corridor” that hosts all known copper-gold mineralization within the Lac La Hache project area, is a zone of copper-gold mineralization that has seen no recent exploration. Drill hole P1-07-01, the first hole that the Company has drilled at Peach 1, is sited to test copper mineralization exposed in a trench within the zone. This hole has intersected chalcopyrite and minor bornite at depth beneath the trench as well as a second copper zone characterized by abundant chalcopyrite associated with garnet-albite alteration. The Company is extremely encouraged by the geology and mineralization that core from this hole is displaying.

The unprecedented amount of exploration being undertaken in British Columbia in 2007 has resulted in significant delays in obtaining assays from the Lac La Hache drilling program, a result of sample backlogs in all accredited analytical laboratories. While the Company has some assays from its summer drilling program, almost none are complete and, thus, results of only a few holes have been released to date. It is expected that, at this late stage of the 2007 exploration season, sample backlogs will be reduced and results will begin to become available in the near future.

David G. Bailey, Ph.D., P.Geo., is the Qualified Person, as defined by National Instrument 43-101, who accepts responsibility for the technical content of this news release.

5.2 Disclosure for Restructuring Transactions

N/A

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
(250) 546-8048

Item 9 Date of Report

November 19, 2007