

FORM 51-102F3

Material Change Report

ITEM 1. NAME AND ADDRESS OF COMPANY

Goldrea Resources Corp.
2A 15782 Marine Drive
White Rock, BC, V4B 1E6

ITEM 2. DATE OF MATERIAL CHANGE

August 17, 2005

ITEM 3. PRESS RELEASE

A News Release dated and issued August 17, 2005 at White Rock, British Columbia, through Canada Stockwatch and Market News.

ITEM 4. SUMMARY OF MATERIAL CHANGE

See attached news release.

ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE

See attached news release.

ITEM 6. RELIANCE ON SUBSECTION 7.1(3) OF NATIONAL INSTRUMENT 51-102

Not applicable.

ITEM 7. OMITTED INFORMATION

Not applicable.

ITEM 8. EXECUTIVE OFFICER

Contact: Larry Reaugh, President
Telephone: (604) 531-9639

ITEM 9. DATE OF REPORT

DATED at White Rock, British Columbia, this 17th day of August 2005.