

BCF 53-901F

SECURITIES ACT

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

Item 1: **Reporting Issuer**

GEORGIA VENTURES INC.

Item 2: **Date of Material Change**

November 30, 2001

Item 3: **Press Release**

The issuer issued a press release on November 30, 2001, a copy of which is attached.

Item 4/5: **Summary and Full Description of Material change**

Please see attached news release in which full disclosure is made.

Item 6: **Reliance on Section 67(2) of the Act**

This report is not being made on a confidential basis.

Item 7: **Omitted Information**

Not applicable

Item 8: **Senior Officers**

Kim M. Phillips

To obtain further information contact Kim M. Phillips, Secretary, at 604-528-0613.

Item 9: **Statement of Senior Officer**

The foregoing accurately discloses the material changes referred to herein.

DATED at Vancouver, B.C., this 4th day of December, 2001

SIGNATURE: "Kim M. Phillips"

PRINTED NAME: Kim M. Phillips

TITLE: Secretary

(must be a senior officer)

GEORGIA VENTURES INC.

611-675 WEST HASTINGS STREET, VANCOUVER, BRITISH COLUMBIA V6B 1N2
TELEPHONE: (604) 528-0613 FACSIMILE: (604) 574-3627
CDNX TRADING SYMBOL - GVI

NEWS RELEASE

November 30, 2001

NEWS RELEASE # 11-01

The Company has issued 70,000 common shares at \$0.20 to settle \$14,000 in debt. The shares are subject to a hold period expiring March 26, 2002.

"Kim Phillips"

Director

The Canadian Venture Exchange has not reviewed and does not take responsibility for the adequacy or accuracy of the contents hereof.