**FORM 51-102F3**
**MATERIAL CHANGE REPORT**

***Item 1: Name and Address of Company***

Gold World Resources Inc. ("**Gold World**" or the "**Company**")
1100 – 111 Richmond Street West,
Toronto, Ontario, M5H 2G4
Canada

***Item 2: Date of Material Change***

August 7, 2007

***Item 3: News Release***

August 7th, 2007 – The News Release was released to the Canadian News Wire Group and through various other approved public media and filed on SEDAR with the TSX Venture Exchange and the securities commissions of British Columbia and Alberta.

***Item 4: Summary of Material Change(s)***

**On August 7, 2007 Gold World has filed on SEDAR the press release "Gold World Resources Announces the Signing of Letter of Intent On the Ming (Yangjiagou) Gold/Silver Property".**

***Item 5: Full Description of Material Change***

## 5.1 Full Description of Material Change

**On August 7, 2007 Gold World has filed on SEDAR the press release "Gold World Resources Announces the Signing of Letter of Intent On the Ming (Yangjiagou) Gold/Silver Property".**

Gold World wishes to announce that it has signed on July 9, 2007, a Letter of Intent to jointly explore the Ming (Yangjiagou) Gold/Silver Property in Hebei Province, China with the Shijiazhuang Comprehensive Geological Brigade ("the Brigade") of the Hebei Provincial Bureau of Geology & Mineral Resources Development.

The Brigade is the Exploration Permit Holder of the Ming Gold/Silver Property which covers an area of 17.46 km². Gold World is working directly with local contacts and is using Chinese and Canadian legal counsel to review and authenticate all ownership issues.

Gold World has established a special relationship with the Brigade which will also provide it access to other projects which are owned and explored by the Brigade.

The Ming Gold/Silver property was selected for exploration by Gold World after a thorough review of several offers and a technical due diligence report prepared by SRK Consulting, Beijing, under the guidance of their Principal Geologist Dr. Bielin Shi acting as "Qualified Person" for the Company's gold exploration project in China. (See SRK's "External Memo of the site visit and preliminary review of the exploration property data at Yangjiagou from May 21 to 23, 2007" available on SEDAR and Website www.goldworldresources.com ).

Dr. Bielin concluded in his report that this prospective property is located in a recognized Chinese gold camp dating back to the Ming Dynasty. The site is characterized by widespread Ming period tunnels and pits. Within the boundaries of the exploration permit is a small exclusion area that hosts the operating Beiying Xigou Silver Mine. There are two more mines nearby the property: the Shihu Gold Mine, operating at a current rate of 300 tpd, and the Jiuling Gold/Silver Mine

The Company intends to follow SRK's recommendations that a more extensive geological and data verification review should be conducted, focusing on preparing a drill campaign and supporting surface exploration work.

The parties have agreed to establish a Sino-Foreign Contractual Joint Venture Company ("Hebei Ming Duo Mining Corporation) in Shijiazhuang, Hebei Province, to carry out the exploration on the Project area.

## 5.2 Disclosure for Restructuring Transactions

Not applicable.

***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***

Hermann Derbuch, Chairman & CEO (416) 594.9888

***Item 9:*** ***Date of Report***

Dated at the City of Toronto, in the Province of Ontario, this 7th day of August 2007.

*"Hermann Derbuch, P.Eng."*

Hermann Derbuch, Chairman & CEO

**Press Release**

**Gold World Resources Announces the Signing of Letter of Intent On the Ming (Yangjiagou) Gold /Silver Property**

**Toronto, August 7, 2007** (GDW-TSX Venture) ("Gold World" or the "Company") wishes to announce that it has signed on July 9, 2007, a Letter of Intent to jointly explore the Ming (Yangjiagou) Gold/Silver Property in Hebei Province, China with the Shijiazhuang Comprehensive Geological Brigade ("the Brigade") of the Hebei Provincial Bureau of Geology & Mineral Resources Development.

The Brigade is the Exploration Permit Holder of the Ming Gold/Silver Property which covers an area of 17.46 $km^2$. Gold World is working directly with local contacts and is using Chinese and Canadian legal counsel to review and authenticate all ownership issues.

Gold World has established a special relationship with the Brigade which will also provide it access to other projects which are owned and explored by the Brigade.

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The Company intends to follow SRK's recommendations that a more extensive geological and data verification review should be conducted, focusing on preparing a drill campaign and supporting surface exploration work.

The parties have agreed to establish a Sino-Foreign Contractual Joint Venture Company ("Hebei Ming Duo Mining Corporation) in Shijiazhuang, Hebei Province, to carry out the exploration on the Project area.

Management has been working closely with the TSX Venture Exchange to resolve their issues and have the Company resume trading. At this time, Gold World is unable to determine an exact timeline as to when the review may be completed or when trading in the shares of the Company may resume (see press release "Gold World Resources Update on Forensic Investigation" August 7, 2007).

Management continues to be committed to China as a result of the great range of mining opportunities that are available, the exceptional infrastructure, including paved roads and grid power in most exploration and mining areas and the low cost profile of exploration in China.

ON BEHALF OF THE BOARD
"Hermann Derbuch", Chairman & CEO
Gold World Resources Inc.

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Certain of the statements made and information contained herein is "forward-looking information" within the meaning of the *Securities Act* (Alberta), including statements concerning Gold World's plans for the Property, which involve known and unknown risks, uncertainties and other factors which may cause the actual results, performance or achievements of Gold World, to be materially different from any future results, performance or achievements expressed or implied by such forward-looking information. Such information contained herein represents management's best judgment as of the date hereof based on information currently available.