

MATERIAL CHANGE REPORT

Under Section 85(1) of the *Securities Act* (British Columbia) and
Section 146(1) of the *Securities Act* (Alberta)

Item 1: Reporting Issuer

La Mancha Resources Inc.
311 West 1st Street
North Vancouver, B.C.
V7M 1B5

Item 2: Date of Material Change

February 27, 2004

Item 3: Press Release

Date: February 27, 2004
Place: North Vancouver, B.C.

Item 4: Summary of Material Change

La Mancha Resources Inc. (the "Company") has acquired the MD Atlas gold property in Santa Cruz Province, Argentina.

The Company has released a total of 300,000 common shares of the Company to Ricardo Auriemma, Maria A. Leguizamon and Dos Leones A.V.V., collectively, pursuant to the share purchase agreement dated February 21, 2003, as amended August 27, 2003, November 3, 2003, and December 29, 2003 in connection with the acquisition of the Hualilan Gold Project located in the San Juan Province in Argentina.

The Company has appointed Mr. Ian Brown as the Chief Financial Officer of the Company effective March 1, 2004

Item 5: Full Description of Material Change

The Company has acquired the MD Atlas gold property in Santa Cruz Province, Argentina. In accordance with the property purchase agreement, the Company is to pay US\$50,000 upon execution of the agreement and will issue 100,000 common shares upon receipt of a satisfactory due diligence review, including title review and environmental audit on the property, and of all other necessary regulatory approvals.

The Company has released a total of 300,000 common shares of the Company to Ricardo Auriemma, Maria A. Leguizamon and Dos Leones A.V.V., collectively, pursuant to the share purchase agreement dated February 21, 2003, as amended August 27, 2003, November 3, 2003, and December 29, 2003 in connection with the acquisition of the Hualilan Gold Project located

in the San Juan Province in Argentina. The Company was holding the 300,000 common shares to secure in whole or in part as collateral for a debt outstanding on the property.

The Company has appointed Mr. Ian Brown as the Chief Financial Officer of the Company effective March 1, 2004. Mr. Brown takes over the role of Chief Financial Officer from Peter de Visser, who will continue to be involved as a director for the Company.

Item 6: Reliance on section 85 (2) of the *Securities Act* (British Columbia) and equivalent sections of the Alberta securities act

Not applicable.

Item 7: Omitted Information

Not applicable.

Item 8: Senior Officers

Name: Julie Bolden
Title: Corporate Secretary
Telephone: (604) 998-1250

Item 9: Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

Dated at North Vancouver, British Columbia this 4th day of March, 2004.

LA MANCHA RESOURCES INC.

Per:

"Julie Bolden"
Julie Bolden
Corporate Secretary