Form 51-102F3
Material Change Report

Item 1: Name and Address of Company

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

Item 2: Date of Material Change

April 1, 2005

Item 3: News Release

Date:	April 1, 2005
Method(s) of Dissemination:	Canada Stockwatch and Market News Publishing

Item 4: Summary of Material Change

La Mancha Resources Inc. (the "Company") reported that shareholders at the annual meeting approved all statutory and special business presented, including an increase in the limit of the Company's stock option plan to 3,881,300 shares, adoption of new articles to conform to the new British Columbia *Business Corporations Act*, and an increase in the authorized capital of the Company to an unlimited number of common shares.

The Company also reported on 1) the signing of a new escrow agreement in respect of 637,500 shares held by a director and senior officer, altering the release schedule to a release of 63,750 shares May 30, 2005 and six releases of 65,625 shares each six months thereafter for 36 months; 2) the appointment of Kim R. Frezell as Corporate Secretary, replacing Marc LeBlanc; and 3) receipt of an assertion of default by the holder of a mortgage over certain claims underlying the Company's mineral interests at the Hualilan gold project, which assertion the Company does not recognize as valid and intends to defend against vigourously.

Item 5: Full Description of Material Change

For a full description of the material change, see the attached Schedule "A".

Item 6: Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

Item 7: Omitted Information

Not applicable.

Item 8: Executive Officer

Name:	Ian D. Brown
Title:	Chief Financial Officer
Telephone:	(604) 998-1250

Date of Report

Dated at North Vancouver, British Columbia this 1st day of April, 2005.

LA MANCHA RESOURCES INC.

Per:

"Kim R. Frezell"
Kim R. Frezell
Corporate Secretary

LA MANCHA

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V7M 1B5
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NEWS RELEASE

Annual Meeting Approves Changes to Stock Option Plan and Company Articles; New Release Schedule of Escrow Shares; New Corporate Secretary Appointed; Status of Mortgage on Hualilan Claims

April 1, 2005 TSX Venture Exchange Symbol: **LMA**

La Mancha Resources Inc. is pleased to announce that our shareholders approved all statutory and special business submitted for their vote at our annual general and special meeting held on March 31, 2005.

Pursuant to the policies of the TSX Venture Exchange, approval from the disinterested shareholders (excluding La Mancha insiders to whom options may be granted under the stock option plan) was obtained, increasing the number of shares reserved for issuance under our stock option plan to 3,881,300 shares representing 20% of the issued and outstanding shares as at the meeting date. The stock option plan is the same as the previous plan, which limits the total outstanding options to the equivalent of 20% of La Mancha's issued and outstanding common shares, from time to time. All options granted under the plan are subject to the Exchange's policies on stock options.

Our shareholders also approved by special resolution the adoption of new articles to conform to the new British Columbia *Business Corporations Act* and an increase in the authorized capital of the company to an unlimited number of common shares.

La Mancha signed a new escrow agreement on February 11, 2005, with the holders of escrowed shares and with our transfer agent. The changes to the release schedule of the 637,500 escrowed shares were approved by the shareholders on March 21, 2002.

The amended terms for release of the escrowed shares, which are held by a director and senior officer, are as follows:

- May 30, 2005 (the "Initial Date"), 10% of the escrow shares;
- 6 months after the initial date, 15% of the escrow shares;
- 12 months after the initial date, 15% of the escrow shares;
- 18 months after the initial date, 15% of the escrow shares;
- 24 months after the initial date, 15% of the escrow shares;
- 30 months after the initial date, 15% of the escrow shares; and
- 36 months after the initial date, 15% of the escrow shares.

Management is pleased to announce the appointment of Kim R. Frezell as La Mancha's Corporate Secretary. Kim comes to us with several years of corporate and securities paralegal experience, acquired at a leading Canadian law firm and at other public company groups. We are very happy to welcome Kim to our administrative team.

La Mancha thanks Kim's predecessor, Marc LeBlanc, for his services during the past year during which significant financing, exploration and legal initiatives were advanced or completed.

By news release date January 31, 2005 we advised that the holder of a mortgage over certain of the claims constituting our Hualilan gold project in Argentina had advised the claim owner, Compañia Minera El Colorado, and our Argentinean subsidiary, Minera Patagonia S.A., of non-compliance with the terms of the mortgage. The mortgage holder has now asserted default in the mortgage and has demanded payment in full. We do not recognize the validity of this claim and will defend our interests in the Hualilan property vigourously. We believe our rights to our interests, held through a usufruct fully registered under the mining laws of the Province of San Juan, are strong. In addition, we believe that there are material deficiencies in the mortgage holder's claims, including the circumstances under which the mortgage was granted and whether certain amended mortgage terms constitute an attempt to circumvent the "pesification" laws adopted in Argentina following its currency crisis in 2002 which declared that debts denominated in U.S. dollars became denominated in Argentinean pesos.

ON BEHALF OF THE BOARD

"Ian D. Brown"
Chief Financial Officer

For further information please visit our website at www.lamancharesources.com, or contact us at (604) 998-1250 or email: info@lamancharesources.com.