WESCAN GOLDFIELDS INC.

FORM 51-102F3

MATERIAL CHANGE REPORT

1. **Name and Address of Company**

Wescan Goldfields Inc. (the "**Corporation**")
300, 224 – 4th Avenue S.
Saskatoon, Saskatchewan
S7K 5M5

2. **Date of Material Change**

December 19, 2005

3. **News Release**

On December 19, 2005, the Corporation issued a press release disclosing the nature and substance of the material change (**a copy of which is attached as Schedule "A" to this Material Change Report)**.

4. **Summary of Material Change**

Wescan Goldfields Inc. ("Wescan") is reporting that Wescan it has closed a non-brokered private placement of flow-through shares with 49 North Resource Flow-Through Limited Partnership for the issuance of 694,444 flow-through shares at a price of $0.72 per flow-through share for gross proceeds of $500,000.

5. **Full Description of Material Change**

See the press release attached as Schedule "A" to this Material Change Report for a full description of the material change.

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

Not applicable.

7. **Omitted Information**

No material information has been omitted from this report.

8. **Executive Officer**

For further information, please contact Mr. George Sanders, President at (306) 664-2422.

9. **Date of Report**

DATED at Saskatoon, Saskatchewan this 19th of December, 2005.

SCHEDULE "A"

NEWS RELEASE WESCAN GOLDFIELDS INC.

Stock Symbol: WGF: TSX-VEN
WESCAN GOLDFIELDS INC.

December 19, 2005
Saskatoon, Saskatchewan

WESCAN CLOSES FLOW-THRU PLACEMENT

George Sanders, President of Wescan Goldfields Inc. ("Wescan") reports the closing of a non-brokered private placement of 694,444 flow-through shares at a price of $0.72 per flow-through share for gross proceeds of $500,000. The securities will be subject to a four month hold period expiring April 17, 2006, in accordance with applicable securities laws.

A cash finders' fee of 4% of the gross proceeds, totaling $20,000, is payable.

Wescan is a Canadian based corporation engaged in the acquisition, exploration and development of mineral properties. Shares of the Company trade on the TSX Venture Exchange under the symbol "WGF".

For further information please contact:

George Sanders, President or Wade MacBain, Corporate Development at (306) 664-2422.

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