

FORM 51-102F3

MATERIAL CHANGE REPORT

1. **Name and Address of Company**

Golden Sunset Trail Inc. (the "Corporation")
1038 Barton Street
Stoney Creek, Ontario L8E 5H3

2. **Date of Material Change**

January 14, 2005

3. **News Release**

A press release was disseminated on January 17, 2005 via CCN Mathews.

4. **Summary of Material Change**

The Corporation has terminated the lock-up agreement with Enablence Inc. due to unsatisfactory results of its due diligence review.

5. **Full Description of Material Change**

The Corporation has terminated the lock-up agreement dated November 9, 2004 pursuant to which it had conditionally agreed to make an offer to purchase Enablence Inc., due to unsatisfactory results of its due diligence review.

As a result, Golden Sunset will resume its process of identifying and evaluating businesses and assets with a view to completing a potential Qualifying Transaction.

Trading will resume in the common shares of Golden Sunset on the TSX Venture Exchange on January 17, 2005.

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

Not Applicable

7. **Omitted Information**

Not Applicable

8. **Executive Officer**

The name and business number of the executive officer of Golden Sunset Trail Inc. who is knowledgeable about the material change and this report is:

Daniel J. Donn- President & CEO
Telephone: (905) 643-8762

9. **Date of Report**

January 24, 2005