

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

1. Name and Address of Company

Golden Sunset Trail Inc. (the "Corporation" or "Golden Sunset")
91 Dorchester Drive
Grimsby, ON L3M 1B1

2. Date of Material Change

November 26, 2008

3. News Release

A press release was disseminated on November 26, 2008 via Marketwire.

4. Summary of Material Change

The Corporation announces that, due to market conditions, the Corporation has decided not to proceed at this time with its proposed prospectus offering as previously disclosed in the Corporation's press release dated May 7, 2008.

5.1 Full Description of Material Change

The Corporation announces that, due to market conditions, the Corporation has decided not to proceed at this time with its proposed prospectus offering as previously disclosed in the Corporation's press release dated May 7, 2008.

5.2 Disclosure for Restructuring Transactions

Not Applicable

6.0 Reliance on Section 7.1(2) of National Instrument 51-102

Not Applicable

7.0 Omitted Information

Not Applicable

8.0 Executive Officer

The name and business number of the executive officer of the Corporation who is knowledgeable about the material change and this report is:

Daniel Donn, President, CEO and Director of the Corporation
Telephone: (905) 945-3999

5. Date of Report

November 28, 2008