

**FORM 51-102F3  
Material Change Report**

**MATERIAL CHANGE REPORT UNDER SECTION 7.1(2) OR (3) OF  
NATIONAL INSTRUMENT NO. 51-102**

**Item 1.                   Reporting Issuer**

**Uranium City Resources Inc.  
4 Al Wende Avenue  
P.O. Box 546  
Kirkland Lake, ON  
P2N 3J5**

**Item 2.                   Date of Material Change**

A material change took place on **November 3, 2005**

**Item 3.                   Press Release**

On **November 3, 2005**, a news release in respect of the material change was disseminated through Canada Stockwatch, Market News and CNW Group, Canadian Disclosure Network.

**Item 4.                   Summary of Material Change**

The material change is described in the Company's press release attached hereto as Schedule "A", which press release is incorporated herein.

**Item 5.                   Full Description of Material Change**

No information other than that provided in Item 4 above is presently available.

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

The report is not being filed on a confidential basis.

**Item 7.                   Omitted Information**

No information has been omitted.

**Item 8.                   Executive Officer**

Robert J. Kasner, President & CEO

**Item 9.                   Date of Report**

DATED at Kirkland Lake, in the Province of Ontario, this 3<sup>rd</sup> day of **November, 2005**

**“ROBERT J. KASNER”**

Per:     Robert J. Kasner

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President & CEO

Schedule "A"

**Uranium City Resources (UCR: TSX-V) Announces Drilling Results from Fish Hook Uranium Project, Uranium City Mining District, Northern Saskatchewan**

November 3, 2005

TSXV:UCR

Uranium City Resources Inc. ("UCR ") is pleased to announce the results from the 2005 exploration diamond drilling program at the Fish Hook Project, which is located in the Uranium City region of Northern Saskatchewan, Canada. The Fish Hook Project is one of ten uranium projects within the UCR portfolio.

A total of 1,564 metres of NQ size diamond drilling was completed in 8 drill holes.

Hole FH05-1

Sample 829528 (136.02m to 136.32m) returned values of 0.13% U (0.153% U<sub>3</sub>O<sub>8</sub>), 2.32% V, 0.0818% Ni, 0.59% Cu, 0.195% Co and 33.6 ppm Ag.

Sample 829534 (284.4m to 285.26m) returned a high of 152ppb Au.

Hole FH05-3

Sample 829504 (55.00m to 55.41m) returned values of 0.139% U (0.163% U<sub>3</sub>O<sub>8</sub>), 1.36% V, 0.038% Ni and 0.122% Co.

Sample 829509 (58.00m to 58.62m) returned values of 0.179% U (0.211% U<sub>3</sub>O<sub>8</sub>), 0.716% V and 0.107% Cu.

Sample 829291 (66.00m to 66.76m) returned a high of 370ppb Au.

Hole FH05-4

Sample 829518 (68.15m to 69.08m) returned values of 0.144% U (0.169% U<sub>3</sub>O<sub>8</sub>), 0.278% V and low levels of Cu, Ni and Co.

Sample 829519 (69.08m to 70.00m) returned values of 0.167% U (0.196% U<sub>3</sub>O<sub>8</sub>), 0.398% V and low levels of Cu, Ni and Co.

Sample 802435 (70.84m to 71.85m) returned a high of 570ppb Au.

Hole FH05-5

Sample 829522 (87.13m to 88.13m) returned values of 0.105% U (0.123% U<sub>3</sub>O<sub>8</sub>), 0.177% V and 0.062% As.

Drill holes FH05-2, FH05-6, FH05-7 and FH05-8 intersected similar geology as the above drill holes and returned low values in uranium and gold.

SRC Geoanalytical Laboratories, Saskatoon, Saskatchewan, completed all assaying by multi-acid partial and total digestion ICP scan. UCR has converted the percentage Uranium by factor 1.1793 to uranium oxide (U<sub>3</sub>O<sub>8</sub>). Non-radioactive samples were submitted to TSL Laboratories Inc., Saskatoon, Saskatchewan, for Au and PGE analysis. UCR's senior project geologist and QP, Kian A. Jensen, B.Sc., P.Geol. has reviewed this press release.

**Forward looking statements**

*This news release contains certain forward-looking statements. These forward-looking statements are subject to a variety of risks and uncertainties beyond UCR's ability to control or predict, which could cause actual events or results to differ materially from those anticipated in such forward-looking statements. Although UCR believes that the assumptions inherent in the forward-looking statements are reasonable, undue reliance should not be placed on these forward-looking statements.*

For further information please contact:

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**The TSX Venture Exchange has not reviewed and does not accept responsibility for the adequacy or accuracy of this release.**