

WESTERN GOLDFIELDS INC.

MATERIAL CHANGE REPORT

Item 1 Name and Address of the Company

Western Goldfields Inc.
2 Bloor Street West, Suite 2102
P.O. Box 110
Toronto, Ontario
M4W 3E2

Item 2 Date of Material Change

November 5, 2007

Item 3 News Release

A press release was issued by Western Goldfields Inc. (the "Company") announcing the material change on November 5, 2007.

Item 4 Summary of Material Change

The Company announced its approval for American Stock Exchange Listing.

Item 5 Full Description of Material Change

The Company announced that its common shares had been approved for listing on the American Stock Exchange (AMEX).

The Company's shares are expected to commence trading on the AMEX on Thursday, November 8, 2007, under the symbol "WGW". Until then, the Company's shares will continue to trade under the symbol WGDFF.OB on the OTC Bulletin Board.

This approval is contingent upon the Company being in compliance with all applicable listing standards on the date it begins trading on the AMEX.

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

Mr. Brian Penny, Chief Financial Officer, of the Company, is knowledgeable about the material change and this report and may be contacted at (416) 324-6002.

Item 9 Date

Dated at Toronto, Ontario, this 6th day of November, 2007.