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For Immediate Release
Trading Symbol: GBK – TSX-V

November 17, 2005

Goldbrook Adopts Shareholder Rights Plan

Vancouver, B.C. ... Effective today, the Board of Directors of Goldbrook Ventures Inc. (the “Corporation”) has adopted a shareholder rights plan (the “Plan”). The Plan will be presented for ratification by the shareholders of the Corporation at their next Annual Meeting, which will be held on December 22, 2005.

Under the Plan, the Corporation has issued one right for no consideration in respect of each outstanding common share of the Corporation to all holders of record on November 17, 2005. All common shares issued by the Corporation during the term of the Plan will have one right represented by the certificates representing the common shares of the Corporation. The term of the Plan is three years, subject to re-approval by the shareholders of the Corporation at their 2008 Annual Meeting.

The Plan is intended to provide the Board of Directors with adequate time to consider value-enhancing alternatives to a take-over bid and allow competing bids to emerge, and to provide the shareholders of the Corporation adequate time to properly assess a take-over bid without undue pressure. The Plan is also intended to ensure that the shareholders of the Corporation are provided equal treatment under a take-over bid. The Corporation is not currently aware of any pending or threatened take-over bid for the Corporation.

The Rights issued under the Plan become exercisable only if a person acquires 20% or more of the common shares of the Corporation without complying with the “permitted bid” provisions in the Plan or without the approval of the Board of Directors of the Corporation. Should such an acquisition occur, rights holders (other than the acquiring person or related persons) can purchase common shares of the corporation at half the prevailing market price (as defined in the Plan) at the time the Rights become exercisable. Each Right, upon exercise, would permit the purchase of shares of the Corporation at a substantial discount to the market price.

“Permitted bids” under the Plan must be made to all shareholders for all shares of the Corporation, and must be open for acceptance for a minimum of 60 days. If at least 50% of the outstanding shares have been tendered and not withdrawn after 60 days, the bidder may take up the shares, but must make a public announcement of that take-up and extend the bid for a further 10 days to allow other shareholders to tender to the bid.

The TSX Venture Exchange has conditionally accepted the Plan, subject to ratification by the shareholders of the Corporation.

ON BEHALF OF THE BOARD:

(signed) “David Baker,” President

For further information, please call: (604) 683-8083

Website: www.goldbrookventures.com

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

This news release does not constitute an offer to sell or a solicitation of an offer to sell any of the securities in the United States. The securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the “U.S. Securities Act”) or any state securities laws and may not be offered or sold within the United States or to U.S. Persons unless registered under the U.S. Securities Act and applicable state securities laws or an exemption from such registration is available.