FORM 53-901F*SECURITIES ACT* (BRITISH COLUMBIA) MATERIAL CHANGE REPORT UNDER SECTION 85(1)
FORM 27*SECURITIES ACT* (ALBERTA) MATERIAL CHANGE REPORT UNDER SECTION 146(1)
FORM 27 *SECURITIES ACT* **(QUEBEC) MATERIAL CHANGE REPORT UNDER SECTION 73**

MATERIAL CHANGE REPORT

Item 1: Reporting Issuer

The full name and address of the principal office in Canada of the reporting issuer is as follows:

CENTURY MINING CORPORATION of Suite 1400, 400 Burrard Street, Vancouver, B.C. V7C 3A6

Item 2: Date of Material Change

September 30, 2003 and October 3, 2003

Item 3: Press Release

State the date and place(s) of issuance of the press release issued under Section 85(1)(BC), Section 146(1) (AB) and Section 73 (QUE) of the Securities Acts.

October 3, 2003

The Press Release was released to the TSX Venture Exchange and through various other approved public media and was SEDAR filed with the British Columbia, Alberta and Quebec Securities Commissions.

Item 4: Summary of Material Change(s)

Century Mining Corporation (the “Company”) announced the completion of the acquisition of the Juneau Gold Project from the Kent Burns Group LLC, completion of its non-brokered private placement of 3,600,000 units and the appointment of Margaret Kent and William Sheridan to the Board of Directors.

Item 5: Full Description of Material Change

Acquisition of Juneau Gold Project

The Company announced that is has completed the acquisition of the Juneau Gold Project from the Kent Burns Group LLC. The Juneau Gold Project comprises ten non-contiguous precious metals exploration projects located within the historic Alaska Juneau Gold Belt. Consideration of Cdn$300,000 and 1,014,000 common shares have been paid to the Kent Burns Group. A further 986,000 common shares have been issued to nine other parties in connection with this transaction, all of which are at arms-length to the Kent Burns Group. All shares issued pursuant to this transaction are restricted from trading until January 31, 2004.

Closing of the transaction was contingent upon several conditions precedent, all of which have been satisfied. These included: completion of a three old shares for one new share consolidation of its common shares; filing of an Annual Information Form; completion of a 3.6 million unit post-consolidation private placement at a price of $0.225 per unit; a continuation of the Company into the Yukon Territory; a change in name from Saxony Explorations Ltd., and all necessary shareholder and regulatory approvals.

Private Placement of 3,600,000 Units

The Company also announced that it has completed its private placement of 3,500,000 units on September 30, 2003 and 100,000 units on October 3, 2003 ("Units") previously announced on August 29, 2003 for total gross proceeds of $810,000 (the "Offering"). Each Unit consists of one common share ("Share") of the Company and one share purchase warrant ("Warrant") with each Warrant entitling the holder to purchase one additional Share of the Company at a price of $0.35 per Share for a period of two years from the date of issuance. The securities issued pursuant to the Offering will be subject to a hold period expiring four months plus one day from the date of issuance.

As consideration for their services, the Company has issued to Canaccord Capital Corp. a cash finder's fee of $12,318.75, 54,570 Units and 214,000 Warrants entitling Canaccord Capital Corporation to purchase one additional Share of the Company at a price of $0.35 per Share until January 30, 2005.

The Company will use the net proceeds received from the Offering to complete the proposed work program on its Golden Dome, Big Springs and Island Mountain Properties as described in the Company's news release of August 11, 2003.

Board Appointments

The Company announced the appointment of Margaret M. Kent to the Board of Directors as Chairman and Chief Executive Officer. Ms. Kent has extensive experience in the minerals industry, including serving as Chairman, President and Chief Executive Officer of Royal Oak Mines Inc., a mid-tier gold producer, where she was responsible for the development and financing of the $600 million Kemess South Project. Ms. Kent has raised over one billion dollars of capital in the equity and public and private debt markets for the acquisition and development of mining projects. She has also served on the boards of Talisman Energy Inc., TransCanada Pipelines Limited, Nova Chemicals Corporation, and Marystown Shipyard Limited.

William J.V. Sheridan has also been appointed to the Board of Directors. Mr. Sheridan was called to the Ontario Bar in 1972, and has been a partner of Lang Michener since 1974. Mr. Sheridan is listed in the "Guide to the Leading 500 Lawyers in Canada", and is recognized as a leader in the field of Mining Law. Mr. Sheridan has been a director of several public companies.

Juneau Gold Belt Summary

The Juneau Gold Belt is a 120 mile long by 10 mile side portion of the Alaska Panhandle that is centered on Juneau, the capital city of Alaska. The area has produced approximately 6.8 million ounces of gold and 3.1 million ounces of silver, with most of the precious metals being recovered from the Alaska Juneau and Treadwell mines, both located at Juneau. It is also host to several large mineral deposits, including the Kensington gold property, located 40 miles northwest of Juneau, currently owned by Coeur d'Alene Mines Corporation and containing 3.2 million ounces of gold.

Item 6: Reliance on section 85(2) of the *Securities Act* (British Columbia)
Reliance on section 146(2) of the *Securities Act* (Alberta)
Reliance on section 73 of the *Securities Act* (Quebec)

Not Applicable

Item 7: Omitted Information

Not Applicable

Item 8: Senior Officers

The following senior officer of the Issuer is knowledgeable about the material change and may be contacted by the Commissions at the following address and telephone number:

Adrian Hobkirk, President & Chief Financial Officer
6025 Portal Way
Ferndale, WA 98248

Telephone : (888) 898-4788

Item 9: Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia, this 14th day of October, 2003.

"Wayne Johnstone"

Wayne Johnstone, Director