

## **MATERIAL CHANGE REPORT**

### **PURSUANT TO**

**SECTION 85(1) OF THE SECURITIES ACT (BRITISH COLUMBIA)**

**SECTION 118(2) OF THE SECURITIES ACT (ALBERTA)**

**SECTION 84(1) SECURITIES ACT (SASKATCHEWAN)**

**SECTION 75(2) OF THE SECURITIES ACT (ONTARIO)**

**SECTION 73 OF THE SECURITIES ACT (QUEBEC)**

**SECTION 76(2) SECURITIES ACT (NEWFOUNDLAND)**

**SECTION 81(2) OF THE SECURITIES ACT (NOVA SCOTIA)**

**Item 1. Reporting Issuer**

Miramar Mining Corporation (“Miramar”)  
311 West First Street  
North Vancouver, BC V7M 1B5

**Item 2. Date of Material Change**

May 29, 2002

**Item 3. Press Release**

A press release was disseminated by Miramar on May 29, 2002 to The Toronto Stock Exchange and through approved public media.

**Item 4. Summary of Material Change**

On May 29, 2002, Miramar Mining Corporation (TSE – MAE) (“Miramar”) announced that a Canadian broker, on its own behalf or on behalf of a syndicate of underwriters had agreed to purchase 10,000,000 Units at a price of \$2.00 per Unit for gross proceeds of \$20,000,000. The Underwriters also have an option to purchase up to an additional 2,500,000 Units at the offering price until 48 hours after closing as well as 2,500,000 flow through common shares at a price of \$2.00 per share. Closing of the transaction is scheduled to occur on or about June 19, 2002.

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

On May 29, 2002, Miramar (announced that a Canadian broker, on its own behalf or on behalf of a syndicate of underwriters (collectively the “Underwriters”) have agreed to purchase 10,000,000 Units at a price of \$2.00 per Unit for gross proceeds of \$20,000,000. Each Unit will consist of one common share and one-half of one common share purchase warrant. Each whole common share purchase warrant will entitle the holder to acquire one additional common share at a price of \$2.50 and expire one year from closing. The Underwriters also have an option to purchase up to an additional 2,500,000 Units at the offering price until 48 hours

