

FORM 27

Securities Act (Ontario)

MATERIAL CHANGE REPORT UNDER SECTION 75(2) OF THE ACT

1. **Reporting Issuer:**

Asquith Resources Inc.
15 Toronto Street, Suite 600
Toronto ON M5C 2E3

2. **Date of Material Change:**

June 2, 2000

3. **Publication of Material Change:**

Press release issued on June 2, 2000

4. **Summary of Material Change:**

See item 5 below.

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

Asquith Resources Inc. and joint venture partner AXMIN Limited announced that preliminary assay results from their second stage reverse circulation (RC) drilling program had returned some significant gold values. Twelve consecutive fences of RC drill holes were completed along a 1,280 metre section of the northerly trending strike of the geochemically anomalous main zone on the Roandji property. The Roandji exploration licence covers 2,000 sq kms in an Archean Greenstone belt. The program was designed to infill coverage along the main zone, which has been interpreted as a shear hosted structure, as a follow-up to widely spaced fences of holes drilled over the zone during the fall of 1999. Encouraging assay results were encountered from holes on each fence as partially tabulated in the following table.

Readers were advised that assay results to date were to be considered preliminary because no check assays had yet been received from the assay lab. As part of the joint venture's quality control procedures, 25% of samples submitted are being subjected to repeat assaying procedures and these results are pending.

Fence Line	Drill Hole #	From/To (m)	Interval (m)	Uncut Grade Au(g/t)	Including g/t (Uncut)
9920	91	31-49	18	1.3	7.2 over 1m
10000	157	20-25	5	6.3	21.1 over 1m
10080	123	18-25	7	2.7	5.4 over 1m
10240	95	1-12	11	4.4	16.0 over 2m
10320	96	5-25	20	2.5	6.0 over 5m
10400	140	26-40	14	19.5	122.3 over 2m
10560	98	0-20	20	3.3	10.7 over 2m
10720	117	0-3	3	2.9	7.0 over 1m
10880	101	52-56	4	2.2	6.0 over 1m
11040	126	0-13	13	6.9	15.8 over 5m
11120	104	7-9	2	3.4	5.4 over 1m
11200	106	35-45	10	4.7	32.5 over 1m

Holes were drilled in a north easterly direction at -50° grid east. All analyses work was carried out by OMAC Labs in Ireland utilizing 50g fire assay techniques.

A suite of duplicate sample splits are being shipped from the Roandji field camp to a second independent assay lab for analysis. This procedure has been adopted as part of the joint venture's quality control program. Correlation and interpretation of the main zone drilling results are in progress and a more definitive interpretation of this gold occurrence will be released as the data is compiled.

Results from drilling completed in the French Camp area, a potential sub-parallel gold zone associated with banded iron formation, to the southwest of the Roandji main zone are also being compiled. These assay values will be released shortly.

Reconnaissance surveys to the north and south of the Roandji drilling area, which have covered 200 km², are nearing completion and assay results from these programs will be forthcoming as a compilation of this data takes place.

6. **Senior Officer:**

Marilyn Turner, Secretary
Telephone: (416) 368-0993

I, Marilyn Turner, Secretary, certify that the foregoing accurately discloses the material change referred to herein.

Signed in Toronto, Ontario this 6th day of June, 2000.

Signed:

Marilyn E. Turner, Secretary

IT IS AN OFFENCE FOR A PERSON TO MAKE A STATEMENT IN A DOCUMENT REQUIRED TO BE FILED OR FURNISHED UNDER THE ACT OR THIS REGULATION THAT, AT THE TIME AND IN THE LIGHT OF THE CIRCUMSTANCES UNDER WHICH IT IS MADE, IS A MISREPRESENTATION.