TRIBUTE MINERALS INC.
Suite 808, 67 Yonge Street
Toronto, Ontario
M5E 1J8

FILED VIA SEDAR

Ontario Securities Commission
19th Floor, 20 Queen Street West
Toronto, Ontario, M5H 3S8
Attention: Continuous Disclosure

Alberta Securities Commission
4th Floor, 300 - 5th Avenue S.W.
Calgary, Alberta, T2P 3C4
Attention: Continuous Disclosure

British Columbia Securities Commission
12th Floor, Pacific Centre, 701 W. Georgia St.
Vancouver, B.C., V7Y 1L2
Attention: Continuous Disclosure

TSX Venture Exchange
130 King Street West, 3rd Floor
Toronto, Ontario, M5X 1J2
Attention: Continuous Disclosure

Dear Sirs/Mesdames:

RE: Material Change Report

1. The name of the reporting issuer is **Tribute Minerals Inc.** ("Tribute" or the "Company"), whose principal office is at 67 Yonge Street, Suite 808, Toronto, Ontario, M5E 1J8.

2. The material change occurred on June 25, 2003.

3. A Press Release was published on the CCN Matthews Newswire on June 26, 2003.

4. The Company announced that it had completed the placement of 333,333 flow-through common shares priced at $0.30 per share and 106,667 units (each a "Unit") priced at $0.30 per unit with each unit consisting of one (1) common share priced at $0.30 and one-half (1/2) of a share purchase warrant with each full warrant entitling the holder to acquire a further common share at $0.40 for a period of one (1) year to an arm's-length placee.

   The Company also announced that further to its press release dated June 12, 2003, the Company had completed a 500,000 unit placement with Major Drilling Group International Inc. with each unit consisting of one (1) common share priced at $0.30 and one-half (1/2) of a share purchase warrant with each full warrant entitling the holder to acquire a further common share at $0.40 until June 17, 2004.

5. The securities issued pursuant to the first offering will be restricted from trading until October 25, 2003. IBK Capital Corp. acted as agent with respect to this placement and received a commission of $11,880 in cash and warrants to acquire 26,400 common shares at $0.30 per share until June 25, 2003. The Company is offering a further 726,666 Units. The proceeds from the offering will be used for exploration on the Company's properties and for working capital.

   The $150,000 proceeds from the second placement will be used to partially fund the drilling program on the Company's Dixie Property. The securities will be restricted from trading until October 17, 2004.

6. The report is not being filed on a confidential basis in reliance on Section 146(2) of the Securities Act (Alberta), Section 75(3) of the Securities Act (Ontario) or Section 85(2) of the Securities Act (British Columbia).

7. No information is omitted because it is to be kept confidential.

8. Mr. Ian Brodie-Brown, President and C.E.O. of the Company, may be contacted at 416-368-2929 concerning this report.

9. The foregoing accurately discloses the material change referred to herein.

DATED at Toronto, Ontario this 2nd day of July, 2003.

TRIBUTE MINERALS INC.

"William R. Johnstone"
Per: ________________________________
WILLIAM R. JOHNSTONE
Corporate Secretary