

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 10, 2004.
3. A Press Release was published on the CCN Matthews Newswire on June 14, 2004.
4. The Company announced that it had appointed Errol Farr, CMA, as Chief Financial Officer and had granted 100,000 options to Mr. Farr. The options are exercisable at a price of \$0.25 per share for a period of five years. The appointment of Mr. Farr as C.F.O. and the grant of options to him is subject to acceptance by the TSX Venture Exchange.
5. Mr. Farr is a financial and operations manager with proven experience in finance, accounting and operations management. He has been an officer and/or director of several junior mining companies and is currently the Chief Financial Officer of Magnesium Alloy Corporation. Mr. Farr has been Tribute's accountant for the last two (2) years.
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 15th day of June, 2004.

TRIBUTE MINERALS INC.

“William R. Johnstone”

Per:

WILLIAM R. JOHNSTONE

Corporate Secretary

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