

Form 27
Securities Act

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

1. Reporting Issuer

Millstream Mines Ltd.
Suite 1320
4 King Street West
Toronto, Ontario
M5H 1B6

2. Date of Material Change

January 19, 2000

3. Press Release

Canadian Corporate News - January 19, 2000

4. Summary of Material Change

Exploration results of the drilling in the East Blue Sky Area of the Potter Mine Property

5. Full Description of Material Change

Please refer to attached press release

6. Reliance on Section 75(3) of the Act

This report is not being filed on a confidential basis in reliance on Section 75(3)

7. Omitted Information

N/A

8. Senior Officer

Ronald Haller
(416) 363-1240

9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

DATED at Toronto this 19th day of January, 2000.

Millstream Mines Ltd.

"Ronald Haller"

Ronald Haller - Secretary