

**FORM 53-901F**  
**SECURITIES ACT**

**MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE ACT**

**ITEM 1.        REPORTING ISSUER**

Weymin Mining Corporation  
Suite 1500  
355 Burrard Street  
Vancouver, B.C.  
V6B 3H7  
Telephone: (604) 688-9006

**ITEM 2.        DATE OF MATERIAL CHANGE**

May 22, 2002

**ITEM 3.        PRESS RELEASE**

May 23, 2002 - Vancouver, British Columbia

**ITEM 4.        SUMMARY OF MATERIAL CHANGE**

The Company advises that Shareholders at the combined 2001 and 2002 Annual and Special General Meeting of Members held on 22<sup>nd</sup> May, 2002, approved, *inter alia*, special resolutions consolidating the Company's shares on a fifteen-for-one basis, changing the name of the Company to GCP Mining Corporation, or such other name as the Board of Directors may decide, and subsequently increasing the authorized share capital.

This was the first in a series of steps that are being undertaken to reactivate the Company. Others will now follow which will include the following:

1.        Settlement with Creditors owed \$79,750 by payment of \$12,290
2.        Completion of a formal agreement with The Prime Properties Syndicate whereby the Company will be granted an option to acquire an undivided 70 per cent interest in the Syndicate's Rude Creek claims located in west-central Yukon Territory, approximately 130 kilometres south south-east of Dawson City. Subject to regulatory approval, the Company will issue 200,000 post consolidation shares to the Syndicate and carry out a work program this summer to exercise the option and acquire its 70% interest.
3.        Completion of a financing by way of a private placement of units sufficient to meet TSX Venture Exchange requirements for its reactivation. The Company anticipates that financing will be carried out by way of a post-consolidation private placement of \$0.10 units with each unit consisting of one common share (either flow-through or non-flow-through) and one warrant exercisable for two years to purchase one additional share for \$0.10.

**ITEM 5. FULL DESCRIPTION OF MATERIAL CHANGE**

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**ITEM 6. RELIANCE ON SECTION 85(2) OF THE ACT**

N/A

**ITEM 7. OMITTED INFORMATION**

N/A

**ITEM 8. SENIOR OFFICERS**

Geoffrey Trafford  
Telephone: (604) 328 5924

**ITEM 9. STATEMENT OF SENIOR OFFICER**

The foregoing accurately discloses the material change report referred to herein.  
DATED at Vancouver, British Columbia, this 23<sup>rd</sup> day of May, 2002.

**WEYMIN MINING CORPORATION**

*Sgd "Geoffrey Trafford"*

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Signature

Geoffrey Trafford  
Name of Officer

Director  
Title of Officer

Vancouver, British Columbia  
Place