

This is the form of material change report required under section 85(1) of the Securities Act.

FORM 27

Securities Act

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

Item 1. Reporting Issuer

GOLDEN CHIEF RESOURCES INC. (the "Issuer")

19 King Street, Suite 902

London, Ontario

N6A 5N8

Telephone: (519) 433-8041

Item 2. Date of Material Change

April 28, 2000

Item 3. Press Release

May 2, 2000

Item 4. Summary of Material Change

The Issuer announced that Mr. Leigh W. Freeman was appointed to the Issuer's Board of Directors and as Vice-President, Exploration.

Item 5. Full Description of Material Change

The Issuer announced that at its annual general meeting held on April 28, 2000, Mr. Leigh W. Freeman of Denver, Colorado, was appointed to the Company's Board of Directors and assumed the additional position of Vice-President, Exploration.

Mr. Freeman is a geophysicist and evaluation engineer with 30 years experience in exploration and resource development. He is also the co-founder of TSE listed Orvana Minerals Corporation. Prior to Orvana, Mr. Freeman was Chief Geophysicist with Placer Dome's technical group in Vancouver following which he became Evaluation Engineer with Placer Dome U.S.A.

