

**FORM 27
SECURITIES ACT**

**MATERIAL CHANGE REPORT UNDER SECTION 118
OF THE SECURITIES ACT**

ITEM 1 Reporting Issuer:

SOUTHVIEW RESOURCES INC.
Suite 5, 31501 Upper MacLure Road
Abbotsford, British Columbia
V2T 6R8

ITEM 2 Date of Material Changes:

August 21, 2000.

ITEM 3 Filing of Material Change Report with The Canadian Venture Exchange:

News Release dated August 21, 2000, was transmitted by Canada Stockwatch on August 21, 2000 and a Material Change Report will be filed with the Canadian Venture Exchange on August 22, 2000, by SEDAR.

ITEM 4 & 5 Summary and Full Description of Material Changes:

See attached News Release dated August 21, 2000.

ITEM 6 Reliance on Section 118(2) of the Securities Act:

Section 118(2) is not being relied upon.

ITEM 7 Senior Officers:

Mr. Michael Wilson, President
Telephone: (604) 922-2407.

ITEM 8 Statement of Senior Officer:

The foregoing accurately discloses the Material Changes referred to herein.

Dated this 22nd day of August, 2000.

"Michael Wilson" (signed)
MICHAEL WILSON
President

SOUTHVIEW RESOURCES INC.
(the "Corporation")
Suite 5, 31501 Upper MacLure Road
Abbotsford, British Columbia
V2T 6R8

PRESS RELEASE

FOR IMMEDIATE RELEASE

CDNX: SVW

AUGUST 21, 2000

Further to the Corporation's news release of July 14, 2000, the Corporation reports that its Annual and Special Shareholders' Meeting will be held on September 25, 2000. In addition, the previously announced special warrant private placement has been reduced to 5,000,000 special warrants (on a post-consolidated basis) at a price of \$0.15 per special warrant. Each special warrant will be convertible for no additional consideration into Units of the Corporation. The special warrants will be qualified by the Corporation filing an Annual Information Form which will result in a shortened hold period or the filing of a Prospectus. Each Unit will be comprised of one post-consolidated common share and one warrant. Each warrant will be exercisable at \$0.20 in the first year and \$0.25 in the second year to acquire one additional post-consolidated common share. Proceeds of the placement are to be used to fund the reorganization, retire debt and provide general working capital. A fee of 5% will be payable in cash on completion of the financing.

The above transactions are subject to shareholder and regulatory approval.

THE CANADIAN VENTURE EXCHANGE HAS NEITHER APPROVED NOR DISAPPROVED THE INFORMATION CONTAINED HEREIN.

For further information, please contact Michael Wilson, President of Southview Resources Inc., at 604-922-2407.