FORM 53-901F

Securities Act

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

Item 1. Reporting Issuer

Clearview Mineral Resources Corp. (the "Issuer")
711-475 Howe Street
Vancouver, B.C. V6C 2B3

Item 2. Date of Material Change

June 18, 2001

Item 3. Press Release

Press Release dated June 18, 2001 and delivered to the Canadian Venture Exchange, Vancouver Stockwatch, and Market News Publicity Inc.

Item 4. Summary of Material Change

Private placement of 600,000 units comprised of 600,000 common shares in the capital of the Issuer and 600,000 non-transferable share purchase warrants to purchase up to a further 600,000 shares in the capital of the Issuer for a period of two (2) years.

Item 5. Full Description of Material Change

The Issuer will sell 600,000 units at a price of $0.125. Each unit is comprised of one (1) common share in the capital of the Issuer, and one (1) share purchase warrant entitling the holder thereof to purchase a further one share in the capital of the Issuer for every one (1) warrant held, at a price of $0.15 per share until June 18, 2002 and at a price of $0.25 until June 18, 2003.

Item 6. Reliance on Section 85(2) of the Act Not Applicable

Item **7.** Omitted Information

No material information has been omitted from the report in reliance upon Section 85(3) of the Securities Act.

Item 8. Senior Officer

Contact: Hans Schwabl, Director, (604) 685-4170

Item 9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

DATED at the City of Vancouver,
in the Province of British Columbia
this 18th day of June, 2001

CLEARVIEW MINERAL RESOURCES CORP.

"Hans Schwabl"

Per: Hans Schwabl
Director