

This is the form of a material change report required under section 85(1) of the *Securities Act* (British Columbia), section 118(1) of the *Securities Act* (Albert) and section 151 of the *Securities Rules* (British Columbia).

FORM 53-901.F
(previously Form 27)

**MATERIAL CHANGE REPORT UNDER
SECTION 85(1) OF THE *SECURITIES ACT* (BRITISH COLUMBIA) AND
SECTION 118(1) OF THE *SECURITIES ACT* (ALBERTA)**

This form is intended as a guideline. A letter or other document may be used if the substantive requirements of this form are complied with.

IF THIS REPORT IS FILED ON A CONFIDENTIAL BASIS, PUT AT THE BEGINNING OF THE REPORT IN BLOCK CAPITALS "CONFIDENTIAL - SECTION 85" AND FILE IN AN ENVELOPE MARKED "CONFIDENTIAL - ATTENTION: SUPERVISOR, FINANCIAL REPORTING".

1. Reporting Issuer

Clearview Mineral Resources Corp.
Suite 715 - 475 Howe Street
Vancouver, B.C.
V6C 2B3
(the "Issuer")

2. Date of Material Change

August 18,2003

3. Press Release

A press release was filed on August 18, 2003.

4. Summary of Material Change

The Issuer announced that it has agreed to a non-brokered private placement of up to 1,000,000 units at a price of \$0.10 per unit. Each unit will be comprised of one common share in the capital of the Company and one non-transferable share purchase warrant. Each warrant will entitle the holder to purchase one additional common share of the Company for a period of two years at a price of \$0.10 per share during the first year and at a price of \$0.15 per share during the second year.

5. Full Description of Material Change

The Issuer announced that it has agreed to a private placement of up to 1,000,000 units at a price of \$0.10 per unit to raise maximum gross proceeds of \$100,000. Each unit will be comprised of one common share in the capital of the Company and one non-transferable share purchase warrant. Each warrant will entitle the holder to purchase one additional common share of the Company for a period of two years at a price of \$0.10 per share during the first year and at a price of \$0.15 per share during the second year.

The Company has agreed to pay a finder's fee in connection with the private placement to be determined in accordance with the policies of the TSX Venture Exchange. The proceeds of the financing will be applied for general corporate purposes and maintenance of the Company's mineral interests.

The Closing of the private placement is subject to regulatory approval.

6. Reliance on Section 85(2) of the Securities Act (British Columbia)

N/A

7. Omitted Information

No information has been intentionally omitted from this form.

8. Senior Officers

The following senior officer of the Issuer may be contacted about the material change:

Mr. Hans Schwabl, Director
Telephone: (604) 685-4170

9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia, on August 19, 2003

CLEARVIEW MINERAL RESOURCES CORP.

By: "E.S. Metcalf"
Evelyn Metcalf, Secretary