

This is the form of a material change report required under Section 85(1) of the Securities Act. and section 151 of the Securities Rules.

FORM 53-901F

BRITISH COLUMBIA SECURITIES ACT

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

NOTE: 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.

NOTE: Every report required to be filed under Section 85(1) of the Act shall be sent to the Commission in an envelope addressed to the Commission and marked "Continuous Disclosure".

NOTE: WHERE THIS REPORT IS FILED ON A CONFIDENTIAL BASIS PUT AT THE BEGINNING OF THE REPORT IN BLOCK CAPITALS "CONFIDENTIAL - SECTION 85", AND EVERYTHING THAT IS REQUIRED TO BE FILED SHALL BE PLACED IN AN ENVELOPE ADDRESSED TO THE SECRETARY OF THE COMMISSION MARKED "CONFIDENTIAL".

Item 1. Reporting Issuer

State the full name and address of the principal office in Canada of the reporting issuer:

GOLDEN TEMPLE MINING CORP.
Suite 709, 700 West Pender Street
Vancouver, B.C.
V6C 1G8

Item 2. Date of Material Changes

December 7, 2001

Item 3. Press Releases

The press release dated December 7, 2001 was filed with the Canadian Venture Exchange and the British Columbia and Alberta Commissions via SEDAR and disseminated via Canada Stockwatch and Market News.

Item 4. Summary of Material Change

The Company has negotiated a non-brokered private placement to raise proceeds of \$100,000, subject to regulatory acceptance.

Item 5. Full Description of Material Change

The Company has negotiated a non-brokered private placement of 2,000,000 units at \$0.05 per unit for total proceeds of \$100,000. Each unit will consist of one common share in the capital of the Company and one non-transferable share purchase warrant. One such warrant is exercisable into one common share at a price of \$0.10 per share for a one year period. The shares and any shares issued on exercise of the warrants will be subject to a one year hold period.

Item 6. Reliance on Section 85(2) of the Act

Not applicable.

Item 7. Omitted Information

There is no omitted information.

Item 8. Senior Officers

The following Senior Officer of the Company is available to answer questions regarding this report:

Ian E. Gallie, Director
Telephone: (250) 598-9091.

Item 9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, B.C., this 7 day of December, 2001.

GOLDEN TEMPLE MINING INC.

Signed: "*Ian E. Gallie*"

Ian E. Gallie, Director