

BC FORM 53-901F
Securities Act (British Columbia)
(the "BC Act")

Form 27
Securities Act (Alberta)
(the "Alberta Act")

MATERIAL CHANGE REPORT

ITEM 1 REPORTING ISSUER

Nu XMP Ventures Limited, 1208 – 808 Nelson Street, Vancouver, BC V6Z 2H2

ITEM 2 DATE OF MATERIAL CHANGE

October 3, 2003

ITEM 3 PRESS RELEASE

The Issuer issued a press release under the date of October 6, 2003

ITEM 4 SUMMARY OF MATERIAL CHANGE:

The Company completed Private Placement, Shares for Debt and Property Acquisition Transactions and by the issuance of an aggregate of 3,950,000 common shares.

ITEM 5 FULL DESCRIPTION OF MATERIAL CHANGE:

The Company closed its previously announced private placement of 2,000,000 common shares at \$0.10 per share for gross proceeds of \$200,000, and completed the settlement of debts totaling \$175,000 by the issuance of 1,750,000 common shares at a deemed price of \$0.10 per share.

By satisfaction of initial conditions, the Company has also acquired an option from Gold City Industries Ltd. ("Gold City") to earn a 50-per-cent interest, subject to a 2-per-cent NSR royalty, in 17 mineral claims (the "Dominion Creek Property") located in the Cariboo mining division in British Columbia by the payment to Gold City of \$5,000 in cash and the issuance of 200,000 common shares of the Company at a deemed price of \$0.10.

The proceeds from the private placement are expected to be used to settle the remainder of outstanding debts of the Company, to fund exploration on the Dominion Creek Property, with the balance reserved for working capital.

These transactions were all effected as of October 3, 2003 and, in addition to TSX Venture Exchange imposed conditions, the shares are subject to trading restrictions until February 4, 2004 in accordance with applicable securities legislation.

ITEM 6 RELIANCE ON SECTION 85(2) OF THE BC ACT/SECTION 118(2) OF THE ALBERTA ACT

N/A

ITEM 7 OMITTED INFORMATION

N/A

ITEM 8 SENIOR OFFICERS

Likun Dong – President and Chairman of the Board
Lin Qi Huang – Executive Vice President

ITEM 9 STATEMENT OF SENIOR OFFICER

The foregoing accurately discloses the material change referred to herein.

Dated at Vancouver, B.C. this 9th day of October, 2003.

“Lin Qi Huang”

Lin Qi Huang - Director

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