This is the form of material change report required under section 85(1) of the Securities Act

BC FORM 53-901F (formerly Form 27)
SECURITIES ACT
MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE SECURITIES ACT

Item 1. Reporting Issuer – Crown Point Ventures Ltd., Suite 500, 455 Granville Street, Vancouver, BC V6C 1T1

Item 2. Date of Material Change – August 13, 2003.

Item 3. Press Release – News Release issued August 13, 2003, at Vancouver, BC.

Item 4. Summary of Material Change – Crown Point Ventures Ltd. (the "Company") announces that it is arranging a Short Form Offering consisting of up to 1,200,000 units at a price of $0.25 per unit, each unit to consist of one common share of the Company and one non-transferable share purchase warrant, with each warrant to entitle the holder to purchase one additional common share of the Company at a price of $0.35 for a period of two years from closing. The proceeds from the Offering will be used for working capital purposes.

The Company also announces that it has granted incentive stock options to certain directors, officers and employees, entitling them to purchase up to 430,000 common shares of the Company at a price of $0.25 per share for a period of five years.

Item 5. Full Description of Material Change – Crown Point Ventures Ltd. (the "Company") announces that it has engaged Pacific International Securities Inc. to act as its agent (the "Agent") in connection with a Short Form Offering pursuant to TSX Venture Exchange Policy 4.6.

The Offering will consist of up to 1,200,000 units at a price of $0.25 per unit, each unit to consist of one common share of the Company and one non-transferable share purchase warrant, with each warrant to entitle the holder to purchase one additional common share of the Company at a price of $0.35 for a period of two years from closing. The proceeds from the Offering will be used for working capital purposes.

The Agent will receive an 8% commission from the sale of the units, and will be granted Agent's Unit Warrants, entitling it to purchase that number of Agent's Units as is equal to 10% of the total number of units sold under the Offering for a period of two years from closing at a price of $0.35, with each Agent's Unit to consist of one common share of the Company and one non-transferable share purchase warrant, with each warrant to entitle the Agent to purchase one additional common share of the Company at a price of $0.35 for a period of two years from closing.

The Company also announces that it has granted incentive stock options to certain directors, officers and employees, entitling them to purchase up to 430,000 common shares of the Company at a price of $0.25 per share for a period of five years.

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

Item 7. Omitted Information – The undersigned is aware of no information of a material nature that has been omitted.

Item 8. <u>Senior Officer</u> – Mr. Hal Kettleson, President and Chief Executive Officer, is knowledgeable about the material change and this report. He can be contacted at (604) 669-3332.

Item 9. <u>Statement of Senior Officer</u> – The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia, this 13th day of August, 2003.

“Hal Kettleson” (signed)

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Hal Kettleson, President