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

BCF 53-901F

SECURITIES ACT

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

1. Reporting Issuer

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

Pan Asia Mining Corp.
Suite 3502 – 1128 Alberni Street
Vancouver, British Columbia
V6E 4R6
Tel: (604) 608-6686

2. Date of Material Change

October 8, 2003

3. Press Release

State the date and places of issuance of the press release issued pursuant to Section 85(1) of the Act.

This news release was issued on October 8, 2003 through Canada Stockwatch, Market News Publishing Inc. and other dissemination services, including Market Regulation Services

4. Summary of material change:

Provide a brief but accurate summary of the nature and substance of the material change.

Please see the attached news release.

5. Full Description of Material Change

Same as in item 4 above.

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

This report is not being filed on a confidential basis.

7. Omitted Information

Philip Cassis, President of the Company, may be contacted through the number above and is knowledgeable about the material change.

8. Senior Officers

Philip Cassis, who may be contacted at the address and phone number listed in Item 1 above.

9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein

Dated at Vancouver, British Columbia this 8th day of October, 2003

"Philip Cassis"

Name: Philip Cassis
Director and President

SCHEDULE "A"

PAN ASIA MINING CORP.

TSX Venture Exchange Symbol: PAR **Date: October 8, 2003**

FOR IMMEDIATE RELEASE

Pan Asia Appoints Andrew Bradfield, P.Eng as Chief Operating Officer

Pan Asia Mining continues to expand its senior management team with the appointment of Andrew Bradfield P.Eng as Chief Operating Officer. As Chief Operating Officer, he will represent the Company in China, supervising the China mining operations and working closely with mine management to implement an action plan to complete the recommendations contained in SRK technical report and ensuring that the mine is operating at its maximum potential, efficiency and profitability. He will also be responsible for managing future mining projects that the Company may be involved in, if any. Andrew Bradfield will report to Sam Halbouni, CEO.

Andrew Bradfield, P.Eng. has 21 years of experience in the mining industry. He has worked at open pit and underground mines, and has been a consultant for over half of his career. At open pit mine sites, his positions have progressed from Mine Engineer to Mine Superintendent and finally to Mine Manager. He was General Manager in Australia for a medium-sized gold mining company, responsible for the operation of two gold mines, exploration activities, and the corporate office. Andrew was later appointed as Vice President – Technical Services, overseeing long-term planning/budgets of open pit and underground operations in Australia, Brazil, Finland, and Sweden. He has extensive experience as a consultant, and has worked on a variety of assignments on every continent. Andrew was recently a Principal Mining Engineer for SRK Consulting. His work as a consultant has involved scoping studies, prefeasibility and bankable feasibility studies, due diligence audits, reports for stock exchange listings, and engineering studies.

“Mr. Bradfield’s Mining Engineering experience and his organizational skills gives the Board of Directors the confidence that under his leadership the Company will maximize the potential of its mining operations and ensure the safeguard of its assets.” said CEO Sam Halbouni “We were impressed with Mr. Bradfield who recently spent four weeks at the mine with senior management developing an action plan for future operations of the mine. Mr. Bradfield’s contributions during this time proved to be very beneficial to the Company. As a result, management believes that Mr. Bradfield joining the company would be of great benefit.”

The appointment of the new Chief Operating Officer demonstrates an ongoing commitment from the Company’s Board of Directors towards assembling a management team that can lead the Company to new levels of operational maturity and competitive strength.

Pan Asia Mining Corp. is a natural resource company currently engaged in the development of mineral properties in China. Through a wholly owned subsidiary in Hong Kong, Pan Asia Mining Corp. has a controlling interest in a Sino-Foreign joint Venture Company located in the Shandong Province in the People’s Republic of China.

ON BEHALF OF THE BOARD

“Sam Halbouni”

Sam Halbouni
Co-Chairman and Chief Executive Officer

For further information, please contact Donald Johnson (604) 608-6686