BC FORM 53-901F

SECURITIES ACT

MATERIAL CHANGE REPORT UNDER SECTION 67(1) OF THE ACT

Item 1. Reporting Issuer

Big Bar Gold Corporation
200 – 675 West Hastings Street
Vancouver, British Columbia
V6B 1N2

Item 2. Date of Material Change

May 20, 2003

Item 3. Press Release

Press Release dated May 20, 2003 and disseminated to Vancouver Stockwatch Magazine, B.C. Securities Commission and Market News Publishing.

Place of Issuance: Vancouver, British Columbia

Item 4. Summary of Material Change

The Issuer has entered into an agreement with Tiancheng (China) Corporation Limited providing for the Issuer's due diligence review and potential joint venture of the Zhenyuan Gold Mine.

Item 5. Full Description of Material Change

The Issuer has entered into an agreement with Tiancheng (China) Corporation Limited ("Tiancheng") providing for the Issuer's due diligence review and potential joint venture of the Zhenyuan Gold Mine and adjoining properties located in Zhenyuan County, Yunnan Province, approximately 300 kilometres southwest of the city of Kunming.

The properties comprising the Zhenyuan Gold Project measure 12 kilometres long and three kilometres wide with five identified anomalous gold zones. To date, a total of US$12 million has been spent on exploration, development, infrastructure and the establishment of production facilities on the properties.

The Zhenyuan Gold Project was one of the ten gold projects that China's National Gold Administration Bureau and the Chinese State Council proposed and approved for foreign joint ventures. Based on the initial review of the data and information contained in reports on the project, there are many excellent additional exploration targets in the vicinity of the mine. Subject to stable gold prices, the Issuer intends to proceed with an in-depth review of current mining plans in order to work with Tiancheng to upgrade the existing production facilities at the mine.

Tiancheng will be primarily responsible for negotiating and administering joint venture issues with the Chinese government. Tiancheng, a merchant bank headquartered in China, is a subsidiary of the CITIC Group, one of the largest business conglomerates in the country. Since its inception in 1992, Tiancheng has made significant investments in and acquisitions of large power stations, real estate, highways, a beer manufacturer, and biotechnology and technology companies. It was also instrumental in securing lease financing for the purchase of various Boeing airplanes for Hainan Airlines. Recently, Tiancheng has commenced investment in the resource sector through the acquisition of China's largest silica mine, whose annual output is sold primarily to U.S.-based Corning Incorporated.

Item 6. Reliance on Section 67(2) of the Act

The Issuer is not relying on section 67(2) of the Act.

Item 7. Omitted Information

There is no omitted information.

Item 8. Senior Officers

Linda Smith, President - Telephone (604) 837-2739.

Item 9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

DATED at the City of Vancouver, in the Province of British Columbia, this 22nd day of May, 2003.

"Greg Yanke"
Greg Yanke, Secretary