

FORM 27

Securities Act (British Columbia) **Material Change Report Under Section 67(1) of the Act**

1. Reporting Issuer

Golden Thunder Resources Ltd.
402 - 938 Howe Street
Vancouver, B.C. V6Z 1N9

2. Date of Material Change

April 12, 2000

3. Press Release

The press release for Golden Thunder Resources Ltd. (the "Company") dated April 12, 2000 was forwarded to the Vancouver Stock Exchange and BC Securities Commission via SEDAR and disseminated via Vancouver Stockwatch, Market News, and George Cross Newsletter.

A copy of the press release is attached as Schedule "A".

4. Summary of Material Change

Golden Thunder announces shareholder approval of Vega-Atlantic sale and appointment of Sharon Lewis to board of directors.

5. Full Description of Material Change

The Company is pleased to announce that at its annual general meeting held on April 12, 2000, shareholders approved the sale (the "Sale") of an 80% interest in the Company's shares of Tun Resources Inc. in exchange for 1.6 million shares of Vega-Atlantic Corporation ("Vega") an OTCBB listed company.

The Sale is conditional upon the issuance to the Company of 1.6 million common shares of Vega and the contribution by Vega of US\$1.18 million to further exploration and mine development on the Tun Resources Inc. property in the People's Republic of China. The 1.6 million common shares are subject to rule 144 resale restrictions.

The Sale provided for the granting of an option to Vega to purchase the Company's remaining 20% interest in the Tun Resources Inc. shares for fair market value.

The Company is also pleased to announce the appointment of Sharon Lewis to its board of directors.

Management of the Company continues to explore opportunities to further the business of the Company.

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

N/A

7. **Omitted Information**

N/A

8. **Senior Officers**

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

Sharon Lewis, Secretary

9. **Statement of Senior Officer**

The foregoing accurately discloses the material change referred to herein.

The undersigned hereby certifies that the statements made in this report are true and correct.

DATED at Vancouver, British Columbia, this 12th day of April, 2000.

GOLDEN THUNDER RESOURCES LTD.
(Name of Issuer)

Per: "Sharon Lewis"

(Signature of authorized signatory)

Sharon Lewis, Secretary
(Name and office of authorized signatory)

GOLDEN THUNDER RESOURCES LTD.

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NEWS RELEASE

April 12, 2000

CDNX Symbol: GTH

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On Behalf of the Board of Directors

"Tun Aye Sai"

**Tun Aye Sai
President**

The Canadian Venture Exchange has not reviewed and does not accept responsibility for the adequacy or accuracy of this news release.