

LIBERTY MINERAL EXPLORATION INC.  
12<sup>TH</sup> Floor, 20 Toronto Street  
Toronto, Ontario  
M5C 2B8

June 9, 2003

ALBERTA SECURITIES COMMISSION  
CONTINUOUS DISCLOSURE  
20th Floor, 10025 Jasper Avenue  
Edmonton, Alberta  
T5K 3Z5  
Attention: Executive Director

ONTARIO SECURITIES COMMISSION  
CONTINUOUS DISCLOSURE  
Box 55  
Toronto, Ontario  
M5H 3S8  
Attention: Executive Director

BRITISH COLUMBIA SECURITIES  
COMMISSION  
STATUTORY FILINGS  
Suite 200, 865 Hornby Street  
Vancouver, British Columbia  
V6Z 2H4  
Attention: Executive Director

Dear Sirs:

**Re: Liberty Mineral Exploration Inc. (the “Corporation” or “Liberty”) Material Change Report Under Section 146(1) of the *Securities Act* (Alberta), Section 75(2) of the *Securities Act* (Ontario), and Section 85(1) of the *Securities Act* (British Columbia)**

This letter is intended as a statement setting forth certain matters that may be a material change in the affairs of the Corporation. For convenience, this letter is itemized in the same manner as Form 27 of the *Securities Act* (Alberta), Form 27 of the *Securities Act* (Ontario) and Form 27 of the *Securities Act* (British Columbia). Concurrent with this filing, this letter is being filed with the TSX Venture Exchange Inc., being the only exchange on which the Corporation's shares are currently listed.

**Item 1 - Reporting Issuer**

Liberty Mineral Exploration Inc.  
12<sup>th</sup> Floor, 20 Toronto Street  
Toronto, Ontario  
M5C 2B8  
Tel: (416) 869-0772  
Fax: (416) 367-3638

**Item 2 - Date of Material Change**

June 4, 2003

**Item 3 - News Release**

A press release was issued on June 9, 2003.

**Item 4 - Summary of Material Change**

Liberty announced on June 9, 2003 that it had appointed Mr. Frank van de Water as a director of the Corporation.

**Item 5 - Full Description of Material Change**

On June 9, 2003, Liberty announced that Frank van de Water (C.A.) had been appointed by the Liberty Board to serve as a director of the company.

Management welcomes Mr. van de Water's extensive corporate, technical and financial skills that will assist Liberty in both corporate activities and plans for exploration and development. Frank van de Water (B.Comm., C.A.) is a diversified financial business executive with over 25 years of multinational senior corporate experience. In the resource sector he served as CFO and Secretary for SouthernEra Resources Limited, CFO for Eden Roc Mineral Corp., CFO for Pamour Inc. and Giant Yellowknife Mines. Mr. van de Water is the former VP and Controller for Polysar Energy & Chemical Corporation, former CFO for Y& R Properties Limited and VP, Finance and Secretary for CAE Inc. He is the former President of Peel-Elder Limited, VP, Finance Hambro Canada Limited and Controller for Patino, N.V. (a former TSX listed multinational holding company in mining, smelting, metal processing and metal trading in 35 countries) and Finance Director for Amalgamated Metal Corporation, London Metal Exchange. He also serves as CFO, Secretary for Zaruma Resources Inc., a TSX listed company.

In conjunction with his appointment as a director, Liberty has granted Mr. van de Water 150,000 stock options, which stock options have an exercise price of \$0.10 per share and expire on June 4, 2008. The issuance of stock options is subject to all necessary regulatory approvals.

The Timmins contact number for Liberty has also been changed to (705) 264-1072.

**Item 6 - Reliance on Section 146(2) of the *Securities Act* (Alberta), Section 85(2) of the *Securities Act* (British Columbia) and Section 75(3) of the *Securities Act* (Ontario)**

N/A

**Item 7 - Omitted Information**

N/A

**Item 8 - Senior Officer**

The name of a Senior Officer of the Corporation who is knowledgeable about the material change and who can be contacted by the Commission is:

Mary P. Webster  
President and Director  
(416) 869-0772

**Item 9 - Statement of a Senior Officer**

The foregoing accurately discloses the material change referred to in this report.

**DATED** at Toronto, Ontario, this 9th day of June, 2003.

Yours truly,  
**Liberty Mineral Exploration Inc.**

**Per: "Mary P. Webster"**  
Mary P. Webster, President and Director