

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

June 17, 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 53-901F 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.
12th Floor, 20 Toronto Street
Toronto, Ontario
M5C 2B8
Tel: (416) 869-0772
Fax: (416) 367-3638

Item 2 - Date of Material Change

The resignations were effective June 15, 2003.

Item 3 - News Release

A press release was issued on June 17, 2003.

Item 4 - Summary of Material Change

Steve Anderson and Donald McKinnon Jr. have resigned as directors of Liberty.

Item 5 - Full Description of Material Change

Liberty announced that Messrs. Steve Anderson and Don McKinnon Jr. have resigned effective immediately as directors of Liberty. Messrs. Anderson and McKinnon Jr. will continue to maintain royalty interests on mineral properties owned by Liberty. Liberty thanks Messrs. Anderson and McKinnon Jr. for their contributions to the company and wishes them well in future endeavours.

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 17th day of June, 2003.

Yours truly,
Liberty Mineral Exploration Inc.

Per: “Mary P. Webster”
Mary P. Webster, President and Director