

**FORM 27**

**SECURITIES ACT**

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

**ITEM 1      REPORTING ISSUER**

DIAMCOR MINING INC.  
Unit #5  
9110 Glover Road, Box 865  
Fort Langley, B.C.  
V0X 1J0  
Telephone: (604) 888-0786  
(the "Company")

**ITEM 2      DATE OF MATERIAL CHANGE**

February 28, 2000

**ITEM 3      PRESS RELEASE**

February 28, 2000 - Vancouver, British Columbia

**ITEM 4      SUMMARY OF MATERIAL CHANGE**

The Company announces that it has arranged, subject to regulatory approval, a private placement of up to an aggregate of 444,445 units (the "Units") at a price of \$0.45 per Unit. Each Unit will consist of one common share in the capital stock of the Company and one non-transferable share purchase warrant (the "Warrants"). Each Warrant will entitle the holder to purchase one additional common share for a term of two (2) years at a price of \$0.60 per share. A finders' fee is payable through the issuance of an aggregate of 44,445 common shares, subject to regulatory approval.

The proceeds of this private placement will be used for working capital

**ITEM 5      FULL DESCRIPTION OF MATERIAL CHANGE**

The Company announces that it has arranged, subject to regulatory approval, a private placement of up to an aggregate of 444,445 units (the "Units") at a price of \$0.45 per Unit. Each Unit will consist of one common share in the capital stock of the Company and one non-transferable share purchase warrant (the "Warrants"). Each Warrant will entitle the holder

to purchase one additional common share for a term of two (2) years at a price of \$0.60 per share. A finders' fee is payable through the issuance of an aggregate of 44,445 common shares, subject to regulatory approval.

The proceeds of this private placement will be used for working capital

**ITEM 6      RELIANCE ON SECTION 85(2) OF THE ACT**

N/A

**ITEM 7      OMITTED INFORMATION**

N/A

**ITEM 8      SENIOR OFFICERS**

Mr. Peter Haladin, President and Director  
Telephone: (604) 888-0786

**ITEM 9      STATEMENT OF SENIOR OFFICER**

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia, this 2nd day of March, 2000.

DIAMCOR MINING INC.

Per:

*"Peter Haladin"*

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PETER HALADIN,  
President