

**Material Change Report Pursuant to
Clause 84(1)(b) of *The Securities Act, 1988* (Saskatchewan)**

Item 1 – Reporting Issuer

Weyburn Inland Terminal Ltd.
Box 698
Weyburn, Saskatchewan, S4H 2K8

Item 2 – Date of Material Change

March 7, 2000

Item 3 – Press Release

A press release describing the material change was issued to the AM 1190 (Weyburn), CBC CCIC-TV (Yorkton), CKRM, Estevan Mercury, Moose Jaw Times, Radville Star, STV, Saskatoon Star Phoenix, Assiniboia Times, CBC (Regina), CBC (Winnipeg), CFQC-TV, CKCK-TV, Carlyle Observer, Financial Post, Fort Qu'Appelle Times, Globe and Mail, Grenfell Sun, Leader Post, The Review (Weyburn), This Week (Weyburn) and the Triangle News (Coronach).

Item 4 – Summary of Material Change

Weyburn Inland Terminal Ltd. announced that, pursuant to its Issuer Bid initiated on February 4, 2000, it will proceed with purchasing 105,258 common shares from those tendered by shareholders prior to the March 3 deadline, at the previously announced price of \$21.25 per common shares. This total represents 43.18% of the 243,789 shares tendered. The total cost of the common shares will be \$2,236,732.50.

Item 5 – Full Description of Material Change

Weyburn Inland Terminal Ltd. announced that, pursuant to its Issuer Bid initiated on February 4, 2000, it will proceed with purchasing 105,258 common shares from those tendered by shareholders prior to the March 3 deadline, at the previously announced price of \$21.25 per common shares. This total represents 43.18% of the 243,789 shares tendered. The total cost of the common shares will be \$2,236,732.50. This amount will be paid from Weyburn Inland Terminal Ltd.'s working capital.

Weyburn Inland Terminal Ltd. expects by March 13, 2000 to mail payment for the purchased shares and revised share certificates to all shareholders who tendered shares to the Issuer Bid.

Item 6 – Senior Officer

The senior officer of Weyburn Inland Terminal Ltd. who is knowledgeable about these matters and who the Commission may contact in respect of it is:

Mr. Bert Gibbs, Chief Financial Officer
Weyburn Inland Terminal Ltd.
Box 698
Weyburn, Saskatchewan, S4H 2K8
Telephone: (306) 842-7436

The foregoing accurately discloses the material change referred to herein.

DATED at Weyburn, Saskatchewan, this 13th day of March, 2000.

“Bert Gibbs”
Bert Gibbs, Chief Financial Officer