

This is the form of material change report required under section 85(1) of the *Securities Act* and section 151 of the *Securities Rules*.

**FORM 53-901F
(Previously Form 27)**

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

This form is intended as a guideline. A letter or other document may be used if the substantive requirements of this are complied with.

Every report required to be filed under section 85(1) of the *Securities Act* (the "Act") shall be sent to the British Columbia Securities Commission (the "Commission") in an envelope addressed to the Commission and marked "Continuous Disclosure".

WHERE THIS REPORT IS FILED ON A CONFIDENTIAL BASIS PUT AT THE BEGINNING OF THE REPORT IN BLOCK CAPITALS "CONFIDENTIAL - SECTION 85", AND EVERYTHING THAT IS REQUIRED TO BE FILED SHALL BE PLACED IN AN ENVELOPE ADDRESSED TO THE SECRETARY OF THE COMMISSION MARKED "CONFIDENTIAL".

1 Reporting Issuer

International Bethlehem Mining Corp.
2489 Bellevue Avenue
West Vancouver, British Columbia V7V 1E1

Telephone (604) 922-2030

(the "Company")

2 Date of Material Change

June 28, 2007

3 Press Release

Issued in West Vancouver, B.C. on June 28, 2007 under Section 85 (1) of the Act and disseminated through the facilities of Market News and Stockwatch.

4 Summary of Material Change

The Company announced the commencement of drill testing of the Goldstream Mill tailings pond.

5 Full Description of Material Change

As part of its evaluation of the proposed reclamation of its Goldstream Mill tailings pond, the Company has announced that it has commenced a 100-hole drill program to test the tailings on a 50 metre square grid. Rocky Mountain Soil Sampling of North Vancouver, B.C. has been contracted to complete the drill program. Continuous samples will be taken every 5 feet down the hole and assayed for copper and zinc. The drilling program will test an area of 180,000 square metres (600 metres by 300 metres) with an average depth of 25 metres. In an effort to optimize the potential economic return on the proposed processing and sale of the zinc/copper concentrates, the Company intends to process the materials sequentially by grade, with the higher grade materials being processed first. The Company expects the drill program to be finished in 30 days.

Based on historical operations records, the Company believes that 1.86 million metric tonnes of tailings, grading approximately 1.7% zinc and 0.4% copper, were deposited into the Goldstream Mill tailings pond by Noranda and Imperial Metals during the period from approximately 1978 until 1995. The Company cautions the reader that these grade and volume numbers are not NI 43 101 compliant and should not be relied upon. The Company has recently completed metallurgical testing on the tailings to determine whether a marketable concentrate could be produced. The

testing was successful in producing a marketable combined concentrate of zinc and copper and the Company has therefore commissioned a study on the economic viability of reclaiming and processing the tailings. As well, engineering studies are continuing on the most viable methods of disposal of the tailings into the Goldstream mine.

John Kowalchuk, P. Geo., has reviewed this release and is acting as the Qualified Person for this project.

Rain Project Update

Drilling is continuing on the eastern geophysical conductors and results will be reported when the work is completed and the analyses are returned.

For further information, contact Mr. Clive Shallow, investor communications, at 604-922-2030 or visit the Company's website at www.bethlehemmining.com.

6 Reliance on Section 85(2) of the Act

Not applicable

7 Omitted Information

No information has been intentionally omitted from this form.

8 Senior Officers

Ronald A. Coombes, President
Douglas L. Mason, Chairman

Further information may be obtained from Ronald Coombes, President, Douglas L. Mason, Chairman, or Bruce E. Morley, director of the Company, 2489 Bellevue Avenue, West Vancouver, British Columbia, V7V 1E1, (604) 922-2030

9 Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

DATED at West Vancouver, British Columbia, this 28th day of June, 2007.

INTERNATIONAL BETHLEHEM MINING CORP.

"Bruce E. Morley"

Signature

Director

(Official capacity - please print)

Bruce E. Morley

(Please print here name of individual whose signature appears above, if different from name of vendor or agent printed above)

THIS IS THE FORM OF A MATERIAL CHANGE REPORT REQUIRED UNDER SECTION 85(1) OF THE SECURITIES ACT (BRITISH COLUMBIA)