

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 From 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

October 22, 2008

3 Press Release

Issued in West Vancouver, B.C. on October 22, 2008 under Section 85 (1) of the Act and disseminated through the facilities of Market News and Stockwatch.

4 Summary of Material Change

The Company begins drilling on its Cottonbelt Property located in British Columbia.

5 Full Description of Material Change

The Company announced commencement of a core drilling program of up to 2,000 metres on its Cottonbelt Property located approximately 40 kms north, via primary logging road, of the community of Seymour Arm, British Columbia. The Company approved the drill program as recommended in a NI 43-101 report prepared by Trygve Höy, Ph.D, P.Eng. The initial drill program is designed to test the hinge zone of the Mount Grace syncline and is based on projections from the surface and mineralized intercepts from a 1996 historical drill program.

To date, the projected depth to the Cottonbelt Zone layer has been reasonably well estimated throughout the property. The Cottonbelt Property has many similarities to classical, lead/zinc, Broken Hill-type deposits. The drilling program will be managed by regional experts, Mr. Trygve Höy, Ph.D, P.Eng., Mr. Gordon Gibson, Geo., and Mr. Arnie Pollmer, P.Geo.

Both Mr. Trygve Höy, Ph.D, P.Eng., and Mr. Arnie Pollmer, P.Geo., are acting as the Company's Qualified Persons for this project in accordance with regulations under NI 43-101 and have reviewed and approved this press release.

By way of corporate update, the Company also reports that Mark T. Brown has stepped down as a director of the Company owing to the many demands on his time from his other business pursuits. The Company wishes to sincerely thank Mr. Brown for his considerable and valuable contributions to the Company during his tenure as a director. As Mr. Brown was also a member of the Company's Audit Committee, Douglas L. Mason, a current director of the Board, has been appointed to serve on the Audit Committee. Following this change, the Company directors (and senior officers) are: Ronald A. Coombes (President, CEO and director), Sead Hamzagic (CFO, Secretary and director), Bruce E. Morley (director) and Douglas L. Mason (director).

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 22nd day of October, 2008.

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)