Form 51-102F3

Material Change Report

1. **REPORTING ISSUER**

Jinshan Gold Mines Inc. (the "Company")
654 – 999 Canada Place
Vancouver, British Columbia
V6C 3E1

2. **DATE OF MATERIAL CHANGE**

September 8, 2008

3. **PRESS RELEASE**

The press release was issued on September 8, 2008 and was disseminated through the facilities of recognized newswire services.

4. **SUMMARY OF MATERIAL CHANGE**

The Company has obtained approval for a Renminbi ("RMB") 130,000,000 (US$19,116,000) bridge loan with Industrial and Commercial Bank of China ("ICBC"). Management changes have occurred, including the appointment of a new Chief Executive Officer and Chief Operating.

5. **FULL DESCRIPTION OF MATERIAL CHANGE**

ICBC has agreed to grant a loan to Jinshan's operating company for the CSH Gold Mine, Ningxia Pacific Mining Co. Ltd., of RMB 130,000,000 (US$19,116,000). The loan facility will be a bridge loan, which contemplates a larger loan facility to replace it. The loan will bear interest, based on indicative terms, at 6.57%. The principal amount will be repayable in instalments of RMB 30,000,000 (US$4,140,000) in January 2009 RMB 50,000,000 (US$7,353,000) in February 2009, and RMB 50,000,000 (US$7,353,000) in March 2009. Proceeds will be used to support operations at the CSH Gold Mine. The loan will be guaranteed by China National Gold Corporation ("CNG").

Mr. Sun Zhaoxue, Chairman of the Company and President of CNG, has assumed the position of Chief Executive Officer of the Company. Messrs. Ren Jian and Ma Boping, also associated with CNG, will join the Company as Vice Presidents. Mr. Jay Chmelauskas and Calvin McKee have agreed to cease acting as Chief Executive Officer and Chief Operating Officer of the Company, respectively. Mr. Chmelauskas has also resigned as a director of the Company.

6. **RELIANCE ON SUBSECTION 7.1(2) OR (3) OF NATIONAL INSTRUMENT 51-102**

Not applicable.

7. **OMITTED INFORMATION**

No information has been intentionally omitted from this form.

8. EXECUTIVE OFFICER

The name and business number of the executive officer of the Company who is knowledgeable of the material change and this report is:

Rick Low
Vice President, Finance
654 – 999 Canada Place
Vancouver, British Columbia
V6C 3E1

Telephone: (604) 608-0598

9. **DATE OF REPORT**

DATED at Vancouver, British Columbia this 17th day of September, 2008.