

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

Expedition Mining Inc.
Suite 600, 595 Howe Street
Vancouver, B.C. V6C 2T5

Item 2 Date of Material Change

May 31, 2012

Item 3 News Release

A News Release was issued in Vancouver, British Columbia on May 31, 2012 and distributed through Marketwire.

Item 4 Summary of Material Change

See the attached news release.

Item 5 Full Description of Material Change

See the attached news release.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

N/A

Item 7 Omitted Information

N/A

Item 8 Executive Officer

Contact: Ron Atlas, President & Chairman of the Board or
 William Galine, Executive Vice President
Telephone: (604) 662-3903

Item 9 Date of Report

May 31, 2012



2012 EXPLORATION PLANS FOR JOY AND MT. MERVYN PROPERTIES

TSX Venture Symbol: EXU
Standard & Poor's Listed

NR-12-06
Issued Share Capital: 58,186,789

Vancouver, British Columbia, May 31, 2012 – Expedition Mining Inc. (TSX-V: EXU) (the “Company”) wishes to announce the receipt of their Class 3 Exploration Permit, and that plans for the 2012 field program on the Joy and Mt. Mervyn Projects have been finalized. Work will commence once weather conditions permit. The properties are located between the Kathleen Lakes Fault and the Dawson Thrust, along the Rackla Gold Belt in the Yukon. The target is Carlin-type gold mineralization similar to that being drilled by ATAC Resources and Strategic Metals on their adjoining properties.

The work program will focus on those portions of the properties that contained multi-element geochemical anomalies, geophysical targets and prospective geology. The geochemical anomalies are believed to be significant as they include the important pathfinder elements of As, Sb, Hg and Tl, which have been associated with gold mineralization at the Rau and Nadaleen trends of ATAC Resources, and the Crag showings of Strategic Metals. The 2012 program will concentrate on gaining a more complete understanding of the geology in the anomalous areas through additional rock sampling, trenching, detail mapping and ground geophysical surveys to define drill targets.

Regional mapping has shown the properties to be underlain by fault bounded slices of limestones, clastic sedimentary units and ultramafic rocks. On the Joy property these units appear to have a southerly dip which is significant as the soil geochemical anomalies occur along the northern edge of the property. Extensive, and locally intense, quartz-carbonate alteration is associated with structural breaks in all of the rock types identified.

Prospecting has resulted in the discovery of two showings associated with the lower contact of the ultramafic unit. These are located in the northwest corner of the Joy property and were named the Virga and Kermoda showings. Silver, lead-zinc mineralization is associated with quartz carbonate veining in these rocks. The showings are also highly anomalous in As, Cd, Hg, Sb and Tl along with elevated gold. Sampling of the ultramafic rocks indicates that they are significantly depleted in all these elements. Rock sampling in the area of the showings has exposed strong mineralization as shown in Table 1.

Table 1 Virga – Kermoda Rock Sample Results

Sample	Width	Au	Ag	As	Cd	Hg	Pb	Sb	Tl	Zn
		ppm	ppm	ppm	ppm	ppm	ppm	ppm	ppm	ppm
5267336	grab	0	5.11	3670	595.0	82.5	5.24%	89.5	0.61	8.51%
5267433	0.9m chip	0	0.03	1470	0.04	6.3	10.2	29.7	1.6	33
5267438	1.7m chip	0	0.02	324	0.03	7.04	17.6	13.5	0.42	23
5267439	1.0m chip	0	0.06	463	0.01	6.4	6.8	31.7	0.6	14.2
5267440	0.23m chip	0	0.03	402	0.02	8.78	5.7	24.3	0.39	3.8
5267445	0.6m chip	23	8.05	2390	365.0	50.0	4.00%	89.8	0.6	5.87%

5267447	1.2m chip	11	5.72	523	1.28	0.34	7220	9.74	0.07	121
5267448	0.5m chip	6	35.9	712	2.53	0.67	3.93%	38.1	0.07	145
5267449	2.1m chip	0	1.64	372	0.94	0.27	1480	5.39	0.05	124
5267450	1.1m chip	0	2.82	449	1.02	0.29	3330	9.71	0.18	175
5267451	0.5m chip	2	4.37	968	1.31	0.46	4610	16.3	0.08	110
5267457	0.8m chip	0	0.22	491	1.08	0.31	171	19.3	0.05	183

The mineralization identified to date is associated with extensive, and locally intense, quartz-carbonate alteration zones. These zones show a strong correlation to the east-west trending thrust slices of the Dawson Thrust, particularly in the vicinity of cross-cutting northerly trending structures.

Geological and logistical support for the program is being provided by Aurora Geosciences, who constructed a 15 man camp on the Mt. Mervyn property in 2011.

Mr. James Chapman, P.Geo, is the Qualified Person responsible for the design of the program, and all exploration work on the Joy and Mt. Mervyn Properties will be done under his supervision. Mr. Chapman has read and approved the technical content of this news release.

Expedition Mining Inc. (TSX-V: EXU) is a publicly held Canadian exploration company focused on acquiring, exploring and developing gold properties located in favourable geo-political climates. The company is led by a highly skilled, experienced board and management team with significant successes in managing early stage mineral exploration companies. For additional information concerning Expedition Mining Inc. or its various exploration projects please visit Expedition's website at www.expeditionmining.com.

CAUTION REGARDING FORWARD LOOKING STATEMENTS:

This news release contains "forward-looking statements" within the meaning of the United States Private Securities Litigation Reform Act of 1995 and applicable Canadian securities legislation. Generally, these forward-looking statements can be identified by the use of forward-looking terminology such as "plans", "expects" or "does not expect", "is expected", "budget", "scheduled", "estimates", "forecasts", "intends", "anticipates" or "does not anticipate", or "believes", or variations of such words and phrases or state that certain actions, events or results "may", "can", "could", "would", "might" or "will be taken", "occur" or "be achieved". Forward-looking statements are subject to known and unknown risks, uncertainties and other factors that may cause the actual results, level of activity, performance or achievements of Expedition Mining to be materially different from those expressed or implied by such forward-looking statements, including but not limited to: risks related to the exploration and potential development of any properties, the actual results of current exploration activities, conclusions of economic evaluations, changes in project parameters as plans continue to be refined, future prices of gold. Although Expedition Mining has attempted to identify important factors that could cause actual results to differ materially from those contained in forward-looking statements, there may be other factors that cause results not to be as anticipated, estimated or intended. There can be no assurance that such statements will prove to be accurate, as actual results and future events could differ materially from those anticipated in such statements. Accordingly, readers should not place undue reliance on forward-looking statements. Expedition Mining does not undertake to update any forward-looking statements that are incorporated by reference herein, except in accordance with applicable securities laws.

ON BEHALF OF THE BOARD:

For further information contact:

(signed) "Ronald Atlas"

William Galine

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