

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

BC FORM 53-901F

Securities Act

MATERIAL CHANGE REPORT UNDER SECTION 85(1) OF THE ACT

Item 1. Reporting Issuer

Playfair Mining Ltd.
520 - 470 Granville Street
Vancouver, B.C. V6C 1V5

Item 2. Date of Material Change

November 4th, 2004

Item 3. Press Release

News Release dated November 4th, 2004 was disseminated by Stockwatch and Market News.

Item 4. Summary of Material Change

Playfair Mining Inc. is pleased to report the results of recent work on it's 100% owned Gregory River Property. A field evaluation of most of the known showings was completed. Additional property was acquired by staking 64 claims as a consequence of the favourable results received. The property now comprises 87 claims covering 2,175 hectares.

The Gregory River property is located in the Bay of Islands Ophiolite Complex an area known to host many high-grade but small copper and copper-zinc occurrences. These occurrences have encouraged additional exploration and as a result a new potential has been outlined with the discovery of significant gold showings in the area.

Item 5. Full Description of Material Change

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Historic data on the grades and widths of mineralization in the area is not always well documented. **Playfair** visited and resampled many of the known showings in the area in order to confirm reported historic data. In general, although not all showings are presently exposed, **Playfair's** results from grab and chip samples do confirm the reported historic data as detailed in the following table.

Showing	Historical Assays	Selected Playfair Assays
Palmer Lode	5% Cu	6.0 %Cu, 0.6g/t Au
Court A	12.6% Cu/1.75m	13.80%Cu, 1.29g/tAu
Court B	7.8% Cu/1.8m	2.80%Cu
Court C	7%Cu/1.8m	3.70%Cu
Lode 9	5%Cu	5.50%Cu, 0.67g/tAu
Red Lode	2.48%Cu/1.8m	5.54%Cu, 3.86g/tAu
Mitchell	18.4%Cu/1.8m	18.90%Cu

Playfair's field crew also sampled the reported gold showings in the area to assess their character and confirm the reported data. The results of this work are detailed below.

Showing	Historical Assays	Selected Playfair Assays
Friar Tuck	3.5g/tAu	4.99g/tAu
Moose Brook	1.3 to 7.0g/tAu	2.31 to 6.73g/tAu
Camp Brook	1.67g/tAu	1.12g/tAu
Eastern Zone	Not reported	1.6g/tAu
New Occurrence	Not reported	4.47g/tAu, 1.08g/tAu and 0.93g/tAu

Playfair's property now covers all known showings in the area including Steep Brook where previous work has reported that "grab and chip samples have returned assays up to 19.6% Cu, 0.8% Zn, 17.2 g/t Ag and 2.9g/t Au". A "significant gold occurrence" is also reported in the Steep Brook area with chip samples over the exposed 1m width reported to assay 14.74 g/t Au, 11.66 g/t Au and 8.09 g/t Au.

Consulting Geologist James Harris P.Geo, a Qualified Person under National Instrument 43-101 guidelines, supervised the Gregory River program. The samples were taken in the field under the supervision of Mr. Harris bagged, sealed and delivered directly to the analytical laboratory under the supervision of Mr. Harris.

Samples were processed and analyzed at Eastern Analytical Ltd., an assay laboratory based in Springdale, Newfoundland. Samples were crushed with a jaw crusher to 75% passing 10 mesh and split with a riffle splitter to approximately 250 grams. This sample is then pulverized to 95% passing 150 mesh and analyzed for gold utilizing a half assay ton, fire assay technique plus ICP-11. The -150 mesh pulp is also analyzed for base metals by the ICP-AES method; copper, lead, zinc and silver values exceeding the ICP upper limits are reanalyzed by Atomic Adsorption methods. All samples are being checked by ICP-MS methods at Acme Analytical Labs, an accredited assay laboratory in Vancouver, BC.

Playfair is compiling data in the area with a view to drill-testing several of the targets.

Item 6. Reliance on Section 85(2) of the Act

If the report is being filed on a confidential basis in reliance on Section 85(2) of the Act, state the reasons for such reliance.

N/A

Item 7. Omitted Information

N/A

Item 8. Senior Officers

Michael Moore
Corporate Secretary

Telephone: 687-7178

Item 9. Statement of Senior Officer

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia this 4th day of November 2004

PLAYFAIR MINING LTD.

Per: "Neil Briggs"

Neil Briggs

President & Director