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

March 31 2006

Item 3. Press Release

News Release dated March 31th, 2006 was disseminated by Stockwatch and Market News.

Item 4. Summary of Material Change

Playfair Mining is pleased to announce it has closed on the first tranche of the non-brokered private placement announced March 20, 2006. The company has issued 2,631,600 flow through shares at a price of 95 cents per share and 675,000 shares at a price of 80 cents per share, for total proceeds of $3,040,020. Playfair will use the proceeds for exploration and working capital purposes.

Item 5. Full Description of Material Change

Playfair Mining is pleased to announce it has closed on the first tranche of the non-brokered private placement announced March 20, 2006. The company has issued 2,631,600 flow through shares at a price of 95 cents per share and 675,000 shares at a price of 80 cents per share, for total proceeds of $3,040,020. Playfair will use the proceeds for exploration and working capital purposes.

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: 604-687-7178

Item 9. **Statement of Senior Officer**

The foregoing accurately discloses the material change referred to herein.

DATED at Vancouver, British Columbia this 31st day of March 2006

PLAYFAIR MINING LTD.

Per: "Neil Briggs"

Neil Briggs

President & Director