FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1 **Name and Address of Company**

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

Item 2 **Date of Material Change**

April 21, 2009

Item 3 **News Release**

The news release dated April 21, 2009 was issued from Vancouver, BC, and disseminated through Canada Stockwatch and Market News.

Item 4 **Summary of Material Change**

Playfair Mining Ltd. (the "Company") (TSX-V: PLY) is pleased to announce that further to its news releases of January 26, 2009 and March 17, 2009, it has closed the first tranche of its private placement, issuing an aggregate 10,003,900 common shares at a price of $0.05 per share, for gross proceeds of $500,195. The Company paid finders' fees totaling $35,519.50 in connection with the private placement.

Item 5 **Full Description of Material Change**

Playfair Mining Ltd. (the "Company") (TSX-V: PLY) is pleased to announce that further to its news releases of January 26, 2009 and March 17, 2009, it has closed the first tranche of its private placement, issuing an aggregate 10,003,900 common shares at a price of $0.05 per share, for gross proceeds of $500,195. The Company paid finders' fees totaling $35,519.50 in connection with the private placement.

All securities issued with respect to this private placement are subject to a hold period expiring on August 14, 2009.

The Company also announces the resignation of Neil Briggs as President. Mr. Briggs will remain a director of the Company.

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

Confidentiality is not requested.

Item 7 **Omitted Information**

No information has been omitted in respect of the material change.

Item 8 **Executive Officer**

Donald G. Moore, Chairman and CEO
Tel (604) 687-7178

Item 9 **Date of Report**

April 21, 2009