MATERIAL CHANGE REPORT

To: British Columbia Securities Commission
Alberta Securities Commission
TSX Venture Exchange

Item 1. **Name and Address of Company** – **Abitibi Mining Corp**., Suite 711 – 675 West Hastings Street, Vancouver, B.C., Canada V6B 1N2

Item 2. **Date of Material Change** –April 29, 2009.

Item 3. **News Release** – News Release issued April 29, 2009, at Vancouver, BC.

Item 4. **Summary of Material Change** **– Abitibi Mining Corp. (TSX-V ABB)** announces its continuation with a private placement previously announced on March 17, 2009 for 10,000,000 flow-through or non flow-through units priced at $0.04 per unit.

Item 5. **Full Description of Material Change** – **Abitibi Mining Corp. (TSX-V ABB)** wishes to announce its continuation with a private placement previously announced on March 17, 2009 for 10,000,000 flow-through or non flow-through units priced at $0.04 per unit. Each of the units consists of either one flow-through or non flow-through common share and one non-flow through, non-transferable share purchase warrant entitling the holder to purchase one additional common share for a period of two years at a price of $0.10 per share.

In accordance with Exchange policies, finders' fees may be paid on the funds raised. The private placement is subject to regulatory approval.

The proceeds of the private placement will be used for exploration programs on its Ontario Properties, for property option payments and for general working capital.

Item 6. **Reliance on Section 7.1(2) or (3) of National Instrument 51-102** – Not applicable.

Item 7. **Omitted Information** – The undersigned is aware of no information of a material nature that has been omitted.

Item 8. **Executive Officer** – Mr. Richard Hughes, Chairman of the Issuer, is knowledgeable about the material change and this report. He can be contacted at (604) 685-2222.

Item 9. **Date of Report** – Dated at Vancouver, British Columbia, this 29th day of April 2009.