

FORM 27

Securities Act (Ontario)

MATERIAL CHANGE REPORT UNDER SECTION 75(2) OF THE ACT

1. Reporting Issuer:

Northfield Inc.
55 Adelaide Street East, Suite 410
Toronto, Ontario M5C 1K6

2. Date of Material Change:

May 27, 2003

3. Press Release:

Press release was issued on May 27, 2003 from Toronto, Ontario.

4. Summary of Material Change:

See item 5 below.

5. Full Description of Material Change:

Northfield Inc. ("Northfield") announced on May 27, 2003 that further to its press release dated May 20, 2003 it considers the Letter Agreement between Northfield and REB Gaming Inc. dated January 9, 2002, as amended, to be terminated. Northfield has initiated discussions with Bingo Country Holdings Limited, Stuart Broadcasting Inc., Stuart Media Group Inc., 428675 B.C. Limited, 427967 B.C. Limited and Len Stuart ("Bingo Country-Stuart") to acquire business assets from Bingo Country-Stuart and is continuing to pursue financing for the transaction.

6. Senior Officer:

Jorge Estepa, Secretary
Telephone: (416) 360-8006

I, **Jorge Estepa, Secretary of Northfield**, certify that the foregoing accurately discloses the material change referred to herein.

Dated at Toronto, Ontario the 28th day of May, 2003.

(signed) _____
Jorge Estepa
Secretary