FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

MacDonald Mines Exploration Ltd.
Suite 1000
141 Adelaide Street West
Toronto, Ontario
M5H 3L5

Item 2 Date of Material Change

April 4, 2007

Item 3 News Release

The press release attached as Schedule A was released over CCN Matthews on April 4, 2007.

Item 4 Summary of Material Change

The material change is described in the press release attached as Schedule A.

Item 5 Full Description of Material Change

The material change is described in the press release attached as Schedule A.

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

J.A. Kirk McKinnon, President and CEO
MacDonald Mines Exploration Ltd.
416-364-7024

Item 9 Date of Report

April 4, 2007

SCHEDULE A

MacDONALD MINES EXPLORATION LTD. ANNOUNCES COMPLETION OF $800,000 PRIVATE PLACEMENT WITH MINERALFIELDS GROUP

TORONTO, ONTARIO--(CCNMatthews – April 4, 2007) – MacDonald Mines Exploration Ltd. (TSX-V: **BMK**) ("MacDonald") is pleased to announce completion of a non-brokered private placement which was previously announced on March 16, 2007. The private placement consisted of the sale of 8,000,000 flow-through units ("FT Units") at $0.10 per Unit for gross proceeds of $800,000. Each FT Unit consists of one flow-through common share and one non-flow-through common share purchase warrant. Each warrant entitles the holder to purchase one common share of the capital stock of MacDonald for $0.15 until March 28, 2009.

All securities issued in connection with this financing are subject to a four-month hold period, which expires on July 29, 2007. In conjunction with the financing, cash finder's fees totaling $52,000 were paid. Compensation options were also issued to acquire a total of 560,000 units, exercisable at $0.10 per unit until March 28, 2009. Each compensation unit entitles the holder to acquire one common share for $0.15 until March 28, 2009. The units were acquired by limited partnerships administered by MineralFields Group. The private placement is subject to final TSX Venture Exchange approval.

Proceeds of the financing will be used to continue exploration programs in James Bay. Details of the projects are available at www.sedar.com and at www.MacDonaldMines.com. Kirk McKinnon, President & CEO of MacDonald stated, "We are very pleased to have the MineralFields Group continued support as it allows us to further develop our assets. The exploration process has many challenges and strategic relationships are critical in maximizing the opportunity for success."

About MineralFields and Pathway

MineralFields Group (a division of Pathway Asset Management) is a Toronto-based mining fund with significant assets under administration that offers its tax-advantaged super flow-through limited partnerships to investors throughout Canada during most of the calendar year, as well as hard-dollar resource limited partnerships to investors throughout the world. Pathway Asset Management also specializes in the manufacturing and distribution of structured products and mutual funds.

Information about the MineralFields Group is available at www.mineralfields.com.

WARNING: The statements made in this news release may contain forward-looking statements that may involve a number of risks and uncertainties. Actual events or results could differ materially from expectations and projections set out herein. The TSX Venture Exchange does not accept responsibility for the adequacy or accuracy of this news release.

FOR FURTHER INFORMATION PLEASE CONTACT:

J. A. Kirk McKinnon
President and Chief Executive Officer
MacDonald Mines Exploration Ltd.
1000-141 Adelaide Street West,
Toronto, Ontario M5H 3L5

(416) 364-4986

or

Richard Schler
Vice President & CFO
MacDonald Mines Exploration Ltd.
(416) 364-4986
(416) 364-2753 (FAX)
info@MacDonaldMines.com
www.MacDonaldMines.com