CADILLAC VENTURES INC.

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

CADILLAC VENTURES INC., 360 Bay Street, Suite 500, Toronto, Ontario, M5H 2V6.

Item 2. Date of Material Change

April 28, 2006.

Item 3. News Release

The Press Release was sent on May 3, 2006 via CCN Matthews—Toronto, Ontario.

Item 4. Summary of Material Change

For further information, attached hereto is a copy of the Press Release.

Item 5. Full Description of Material Change

For further information, attached hereto is a copy of the Press Release.

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

Jim Voisin, President [519] 699-5352.

Item 9. Date of Report

May 3, 2006.

CADILLAC VENTURES INC.

Toronto, Ontario - (May 3, 2006) Cadillac Ventures Inc. (the "**Company**") announces that the acquisition of Chilly-Bin Inc., approved by shareholders on April 11, 2006 (see press release April 25, 2006), has been completed. The closing date of the transaction was April 28, 2006. Cadillac Ventures Inc. is now the sole owner of the New Alger Property (see press release dated March 16, 2006).

The New Alger Property was mined historically and details of previous work on the property, as well as information regarding the location, site and recommended work program can be found contained in the report entitled "New Alger Property Mining Concession CM-0240-PTA Cadillac Township Quebec" prepared for the Company by Howard Lahti, Ph.D., P. Geo. This report has been publicly filed on the website of the System for Electronic Document Analysis and Retrieval ("SEDAR") and will be available on SEDAR'S website at www.sedar.com

There are 13,164,146 common shares issued and outstanding.

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FOR FURTHER INFORMATION, PLEASE CONTACT:

Jim Voisin, President
(519) 699-5352