FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

Superior Mining International Corporation
Suite 1500, 885 West Georgia Street
Vancouver, BC V6C 3E8
Fax: 604-488-0319

Item 2: Date of Material Change

October 15, 2009.

Item 3: News Release

The news release was disseminated on October 15, 2009 through Marketwire and filed on SEDAR.

Item 4: Summary of Material Change

Superior Mining International Corporation (the "Company") announced the closing of the previously announced non-brokered private placement (the "Financing") to raise gross proceeds to the Company of $720,000 by the issuance of 6,000,000 common shares of the Company at a price of $0.12 per common share. The Company has paid finders' fees totaling $47,100.80 in cash.

Item 5: Full Description of Material Change

The Company announced the closing of the previously announced non-brokered private placement (the "Financing") to raise gross proceeds to the Company of $720,000 by the issuance of 6,000,000 common shares of the Company at a price of $0.12 per common share. The Company has paid finders' fees totaling $47,100.80 in cash.

All securities issued in the Financing are subject to a hold period of four months from the date of their issuance under applicable Canadian securities laws.

Proceeds from the Financing will be used for additional work on the Company's New Zealand properties and for general corporate purposes.

Item 6: Reliance on subsection 7.1(2) of National Instrument 51-102

N/A.

Item 7: Omitted Information

N/A.

Item 8: Executive Officer

The following executive officer of the Company is knowledgeable about the material change disclosed in this report and may be contacted as follows:

John Proust, President and CEO
Telephone: 604.601.2005

Item 9: Date of Report

October 21, 2009