FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

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

Item 2: Date of Material Change

April 7, 2010.

Item 3: News Release

The news release was disseminated on April 7, 2009 through Marketwire and filed on SEDAR.

Item 4: Summary of Material Change

The Company has been issued an Exploration Permit (EP 51688) on ground immediately south of the former *Ross* property from which the Company has recently withdrawn (see the SUI news release dated March 30, 2010).

Item 5: Full Description of Material Change

The Company has been issued an Exploration Permit (EP 51688) on ground immediately south of the former *Ross* property from which the Company has recently withdrawn (see the SUI news release dated March 30, 2010).

The new property (referred to as "*Ross South*"), located 2.0 km to the south of the *Victory* property (**Figure 1**), consists of Pliocene-aged alluvial gold leaders peripheral to current or historical mining operations.

Previous reverse circulation (RC) drilling on the *Ross* property (see the SUI news release dated October 13, 2009) identified the presence of southerly trending auriferous leaders that were confined in the north, but having greater volume potential to the south. This presence led the Company to apply for the newly acquired Exploration Permit. This thickening of auriferous leaders is suggested by the presence of sunken shafts from the early 1900s, including one in the northeast section of the property (**Figure 2**) sunken to a depth of 125 metres, historically, the deepest recorded shaft in that region.

Detailed geological mapping by Amax Exploration in the early 1980s indicates that the property is underlain by the Pliocene Old Man Group gravels, thought to represent erosional products of cyclic outwash deposits and moraine fronts of successive glaciers. The Old Man Group comprises three layered units, with the uppermost layer (Humphrey's Conglomerate) considered the most prospective for gold placer concentration. Historical mining of "stacked" gold leaders from this unit and to a much lesser extent from the underlying Jones Formation and Donnelly Conglomerate, to the north of the property, resulted in gold production of 168,000 oz (1890-1920) and 130,000 oz (1985-2002). Gold leaders of the Humphrey's Conglomerate are still visible today in the southwestern pit wall of the neighbouring property. Lateral extensions of Humphrey's Conglomerate are currently being exploited by a local mining company only 1.0 km to the east of the new property.

In Q2/2010, the Company plans to establish trenches and test pits to confirm surface geology, prior to the commencement of RC drilling.

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

N/A.

Item 7: Omitted Information

N/A.

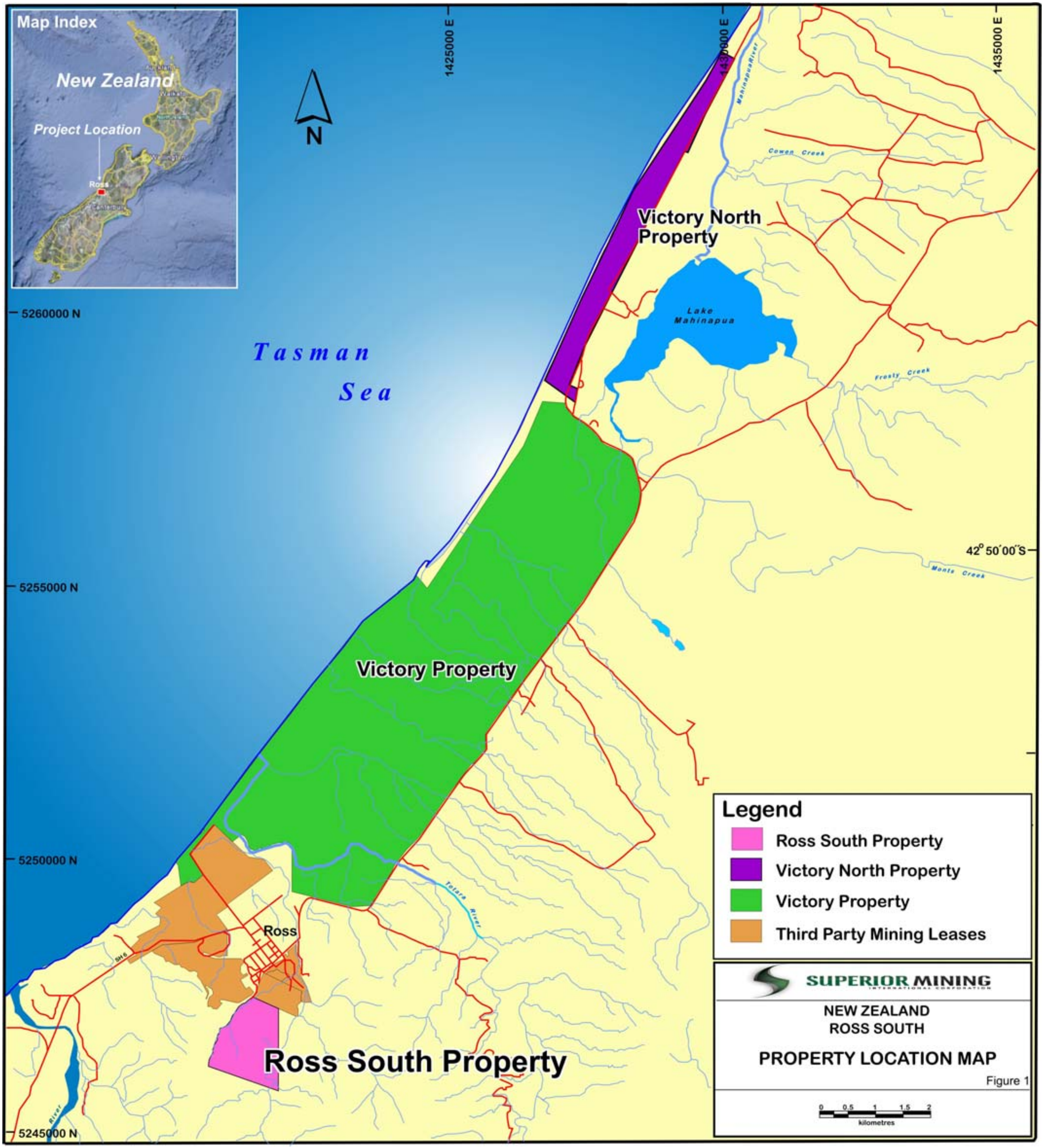
Item 8: Executive Officer

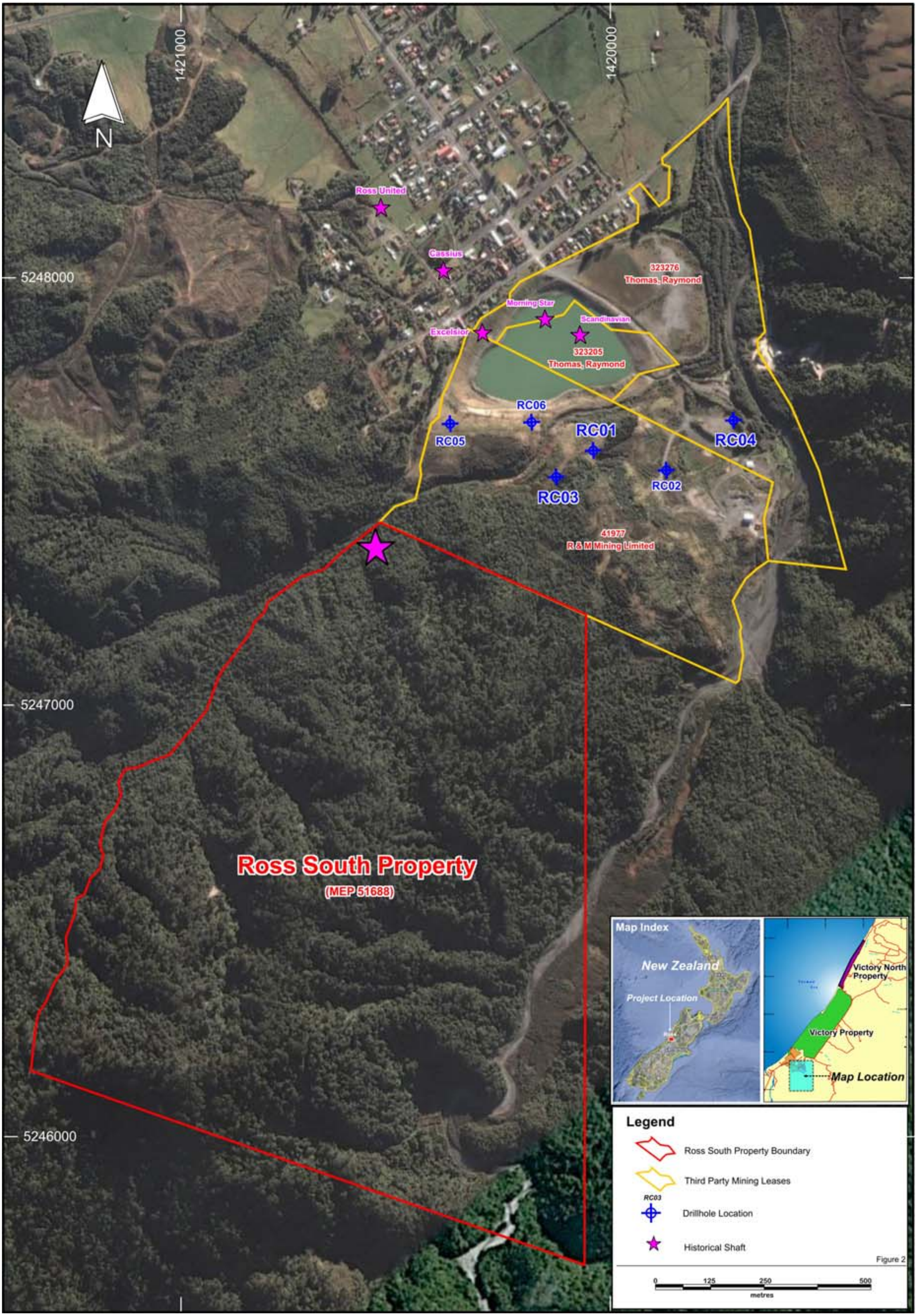
The following executive officer of the Company is knowledgeable about the material change disclosed in this report and may be contacted as follows:

John Proust, President and CEO
Telephone: 604.601.2005

Item 9: Date of Report

April 16, 2010


Map Index
New Zealand
Project Location
Ross
1425000 E
1430000 E
1435000 E
N
Tasman Sea
Victory North Property
Mahinapua River
Cowen Creek
Lake Mahinapua
Frosty Creek
42°50'00"S
Monts Creek
5260000 N
5255000 N
5250000 N
5245000 N
Victory Property
Totara River
Ross
SH 6
River
Ross South Property
Legend
Ross South Property
Victory North Property
Victory Property
Third Party Mining Leases
SUPERIOR MINING
NEW ZEALAND
ROSS SOUTH
PROPERTY LOCATION MAP
Figure 1
0 0.5 1 1.5 2
kilometres



1421000
1420000
N
5248000
5247000
5246000
Ross United
Cassius
Morning Star
Scandinavian
Excelsior
323276
Thomas, Raymond
323205
Thomas, Raymond
41977
R & M Mining Limited
RC01
RC02
RC03
RC04
RC05
RC06
Ross South Property
(MEP 51688)
Map Index
New Zealand
Project Location
Victory North Property
Victory Property
Map Location
Legend
Ross South Property Boundary
Third Party Mining Leases
RC03
Drillhole Location
Historical Shaft
0
125
250
500
metres

Figure 2