

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

March 22, 2011.

Item 3: News Release

The news release was disseminated on March 22, 2011 through Marketwire and filed on SEDAR.

Item 4: Summary of Material Change

The Company appointed Mr. Brent Butler as the Company's new President and Chief Executive Officer and Mr. Brian Richardson as the new Chief Financial Officer effective March 22, 2011.

Item 5: Full Description of Material Change

The Company appointed Mr. Brent Butler as the Company's new President and Chief Executive Officer and Mr. Brian Richardson as the new Chief Financial Officer effective March 22, 2011.

Concurrent with Mr. Butler's and Mr. Richardson's appointment, respectively, Mr. John Proust has stepped down from the position of President and CEO and has assumed the new role of Executive Chairman while Mr. Cyrus Driver has stepped down as the Company's Chief Financial Officer. Mr. Driver continues to serve as a director and Mr. John Henry Atkinson remains as the Non-executive Chairman and as a director.

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, Executive Chairman
Telephone: 604.601.2005

Item 9: Date of Report

March 23, 2011.