LIBERTY MINES INC.
5775 Yonge Street, Suite 1210
Toronto, Ontario M2M 4J1

FILED VIA SEDAR

Ontario Securities Commission
19th Floor, 20 Queen Street West
Toronto, Ontario, M5H 3S8
Attention: Continuous Disclosure

Alberta Securities Commission
Suite 600, 250 – 5 Street S.W.
Calgary, Alberta, T2P 0R4
Attention: Continuous Disclosure

British Columbia Securities Commission
12th Floor, Pacific Centre, 701 W. Georgia St.
Vancouver, B.C., V7Y 1L2
Attention: Continuous Disclosure

Dear Sirs/Mesdames:

RE: Material Change Report

1. The name of the reporting issuer is **Liberty Mines Inc.** ("Liberty" or the "Company"), 5775 Yonge Street, Ontario M2M 4J1.

2. The material changes occurred on April 2, 2012 and April 4, 2012.

3. Press Releases were published at Toronto, April 2, 2012 and April 4, 2012.

4. On April 2, 2012, Liberty announced that that its mining and milling operations have restarted in Timmins, consistent with the timelines announced previously by the Company.

   On April 4, 2012, the Company announced that its Chief Financial Officer, Bill Woods, has taken a medical leave of absence. The Company has appointed Mr. Niall Murphy to serve as Interim Chief Financial Officer until Mr. Woods returns. Mr. Murphy is currently the Controller for the Company and a Chartered Accountant. Mr. Murphy joined Liberty in June of 2011 and previously worked for Inmet Mining Corporation and PricewaterhouseCoopers.

5. In February 2011, Liberty initiated a plan to temporarily suspend the operations of its Redstone Mill and nickel concentrator. During the past year Liberty has maintained a crew of mechanics and millwrights in the Mill complex to perform refurbishment work. All components of the Mill's circuit have been inspected and required repairs have been completed. Live commissioning of the Mill is currently underway as the company ramps up production over the coming week. With the restart of operations, Liberty expects to produce 4.0 million pounds of payable nickel in 2012.

   Related to the commissioning of mill, Liberty also announced that its McWatters Mine has restarted production. Underground contract drillers have been mobilized to site and production blast hole drilling is underway. Underground crews have met the ore production target for March of 15,000 tonnes of ore to surface. Liberty will continue to hire qualified personnel for its mining and milling operations on an as needed basis as production ramps up in early April.

6. This report is not being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102.

7. No information is omitted because it is to be kept confidential.

8. Mr. Chris Stewart, President, Chief Executive Officer of the Company, may be contacted at (416) 226-4360 concerning this report.

9. The foregoing accurately discloses the material change referred to herein.

DATED at Toronto, Ontario this 10th day of April, 2012.

LIBERTY MINES INC.

"Chris Stewart"

Per: ________________________

Chris Stewart
Chief Executive Officer