

BLUE NOTE MINING INC.

MATERIAL CHANGE REPORT FORM 51-102F3

Item 1. Name and Address

Blue Note Mining Inc.
1 Place Ville Marie, Suite 2125
Montreal, Quebec H3B 2C6
(the “Corporation”)

Item 2. Date of Material Change

January 13, 2009

Item 3. News Release

The news release describing the material change was disseminated by Canada News Wire on January 13, 2009.

Item 4. Summary of Material Change

The Corporation has appointed Mr. Robert Therriault as Vice President, Finance and Chief Financial Officer.

Item 5. Full Description of Material Change

The Corporation has appointed Mr. Robert Therriault as Vice President, Finance and Chief Financial Officer.

Mr. Therriault has extensive experience in finance, investment and administration with both private and public companies, including banking and project financing of natural resource companies. He holds an MBA from McGill University and a Bachelor’s of Commerce from Carleton University.

Item 6. Reliance on subsection 7.1 (2) or (3) of National Instrument 51-102

Not applicable.

Item 7. Omitted Information

No information has been omitted in respect of this material change.

Item 8. Executive Officer

Inquiries in respect of this material change may be made to:

Michael Judson
President

Blue Note Mining Inc.
(800) 937-3095
mjudson@bluenotemining.ca

Item 9.

Date of Report

January 13, 2009