

## Form 51-102F3

### MATERIAL CHANGE REPORT

**Item 1 Name and Address of Company**

**Buffalo Gold Ltd.** ("Buffalo" or the "Company")  
300 – 1055 West Hastings Street  
Vancouver, BC V6E 2E9

**Item 2 Date of Material Change**

May 12, 2009

**Item 3 News Release**

A press release was issued on May 12, 2009, at Vancouver, B.C.

**Item 4 Summary of Material Change**

Trading in Buffalo's shares was halted this morning due to a cease trade order issued by the British Columbia Securities Commission.

Effective May 11<sup>th</sup>, 2009, Adrian Rollke has tendered his resignation.

**Item 5 Full Description of Material Change**

Management wishes to inform its shareholders that trading in Buffalo's shares was halted this morning due to a cease trade order issued by the British Columbia Securities Commission for failing to file the Company's audited financial statements and management discussion and analysis for the fiscal year ended December 31<sup>st</sup>, 2008 within the time prescribed by National Instrument 51-102.

The Board of Directors and management are working with Buffalo's auditors to expedite this process to insure a quick reinstatement of trading for Buffalo Gold shareholders.

Effective May 11<sup>th</sup>, 2009, Adrian Rollke has tendered his resignation and the Company wishes him success in his future endeavours.

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

Not applicable.

**Item 7 Omitted Information**

Not applicable.

**Item 8 Executive Officer**

Damien Reynolds, President & CEO at (604) 685-5492

**Item 9 Date of Report**

May 12, 2009