

FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1 – Name and Address of Company:

Starfield Resources Inc.
130 Adelaide Street West
Suite 2210
Toronto, Ontario
M5H 3P5

Item 2 - Date of Material Change:

April 10, 2008

Item 3 – News Release:

The news release attached hereto as Schedule “A” was disseminated over Marketwire on April 10, 2008.

Item 4 – Summary of Material Change:

Starfield Resources Inc. (“Starfield” or the “Company”) announced a “best efforts” private placement offering consisting of up to 15,000,000 flow-through common shares of the Company (“Flow-Through Shares”) at a price of \$1.00 per Flow-Through Share and of up to 5,555,556 common shares of the Company (the “Common Shares”) at a price of \$0.90 per Common Share (the “Offering”) for aggregate gross proceeds of up to approximately \$20,000,000.

GMP Securities L.P. (“GMP”) will act as the lead agent. The Company has provided GMP with an option exercisable until the closing date to purchase or offer for sale up to an additional 833,333 Common Shares for additional gross proceeds of up to \$750,000. The closing of the Offering is expected to occur on or about May 6, 2008. The Offering will be made available in all provinces and territories of Canada.

Item 5 – Full Description of Material Change:

5.1 Full Description of Material Change

The material change is fully described in the press release attached hereto.

5.2 Disclosure for Restructuring Transactions

Not applicable.

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:

André Douchane, President & CEO
Telephone Number: (416) 860-0400

Item 9 – Date of Report:

April 14, 2008

Schedule “A”



Starfield Resources Inc.

PRESS RELEASE

April 10, 2008

Corporate Office:
130 Adelaide Street
Suite 2210
Toronto, ON CANADA
M5H 3P5
Website: <http://www.starfieldres.com>

SRU - TSX

STARFIELD ANNOUNCES \$20 MILLION PRIVATE PLACEMENT OFFERING

NOT FOR DISTRIBUTION TO U.S. NEWSWIRE SERVICES OR FOR DISSEMINATION IN THE UNITED STATES

Toronto, ON (April 10, 2008) - Starfield Resources Inc. (“Starfield” or the “Company”) (TSX: SRU) is pleased to announce a “best efforts” private placement offering consisting of up to 15,000,000 flow-through common shares of the Company (“Flow-Through Shares”) at a price of \$1.00 per Flow-Through Share and of up to 5,555,556 common shares of the Company (the “Common Shares”) at a price of \$0.90 per Common Share (the “Offering”) for aggregate gross proceeds of up to approximately \$20,000,000.

Starfield will use the proceeds from the Offering for general exploration expenditures and general working capital purposes.

GMP Securities L.P. (“GMP”) will act as the lead agent for a syndicate of agents that includes Dundee Securities Corporation, Thomas Weisel Partners Canada Inc. and National Bank Financial Inc. and will offer the Flow-Through Shares and Common Shares on a best efforts basis.

The Company has provided GMP with an option (the “Agents’ Option”) exercisable until the closing date to purchase or offer for sale up to an additional 833,333 Common Shares for additional gross proceeds of up to \$750,000. The closing of the Offering is expected to occur on or about May 6, 2008 and is subject to certain conditions including, but not limited to, the receipt of all necessary approvals including the approval of the Toronto Stock Exchange (the “TSX”). The Offering will be made available in all provinces and territories of Canada.

This press release shall not constitute an offer to sell or the solicitation of an offer to buy any of the Flow-Through Shares or Common Shares (the “Securities”) in the United States. The Securities have not been and will not be registered under the U.S. Securities Act or any state securities laws, and may not be offered or sold in the United States without registration under the U.S. Securities Act and all applicable state securities laws, or an exemption therefrom. Any public offering of the Securities to be made in the United States will be made by means of a prospectus that may be obtained from Starfield or a selling security holder and that will contain detailed information about the Company and management, as well as financial statements. No public offering of the Securities will be made in the United States in connection with the above-mentioned transaction.

About Starfield: Starfield Resources Inc. is an advanced exploration and emerging early stage development company focused on its Ferguson Lake Nickel-Copper-Platinum-Palladium-Cobalt property in Nunavut, Canada. The property is emerging as Nunavut's largest ongoing base and precious metal project. Starfield has developed a novel, environmentally friendly and energy-efficient hydrometallurgical flowsheet to recover metals from massive sulphides at Ferguson Lake.

On behalf of the Company,

André Douchane,
President and CEO

Caution concerning forward-looking statements:

This press release contains statements that, to the extent that they are not recitations of historical fact, constitute forward-looking statements about the Company, its properties and its business plans. Forward-looking statements may include planned, expected or estimated exploration, drilling expenditures, reserve estimates, budgets, schedules, working interests, valuation, pricing and financial data and other projections, as well as any statements regarding any future plans, objectives or economic performance, or the assumptions underlying any of the foregoing. Information inferred from the interpretation of drilling results and information concerning mineral reserve estimates may also be considered to be forward looking statements, as such information constitutes a prediction of what might be found when and if a mineral project is actually developed. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future performance and actual results may differ materially from those in the forward-looking statements. Known and unknown factors and uncertainties could cause actual results to differ materially from those projected in the forward-looking statements. Factors that could cause the actual results to differ materially from those in forward-looking statements include, but are not limited to: fluctuations in the currency markets (such as the Canadian dollars versus the U.S. dollar); fluctuations in the spot and forward prices of applicable commodities or minerals including platinum, palladium, cobalt, nickel and copper; changes in national or local government legislation, taxation, controls, regulations and political or economic developments in Canada or Nunavut; operating or technical difficulties in connection with mining or development activities; employee relations; availability and increasing costs associated with exploration and mining inputs and labour; the speculative nature of exploration and development, including the risks of obtaining necessary licenses, approvals and permits; the continued availability of capital and financing. In addition, there are risks and hazards associated with the business of exploration, development and mining, including environmental hazards, industrial accidents, unusual or unexpected formations, pressures, cave-ins, flooding, and the risk of inadequate insurance, or inability to obtain insurance, to cover these risks. There can be no guarantees of future performance and actual results or developments may differ materially from those projected in the forward-looking statements. Forward-looking statements are based on the beliefs, estimates and opinions of the management of the Company on the date the statements are first made. In evaluating forward-looking statements, readers should specifically consider the various factors which could cause actual events or results to differ materially from those indicated by such forward-looking statements. The Company disclaims any intention, and assumes no obligation, to update or revise any forward-looking statements to reflect actual results, whether as a result of new information, future events, changes in assumptions or opinions, changes in factors affecting such forward-looking statements or otherwise, except as required pursuant to applicable securities laws. In making the forward-looking statements in this press release, the Company has applied several material assumptions, please refer to the "Risks and Uncertainties" section of the Company's most recent Management's Discussion & Analysis document which is available on SEDAR at www.sedar.com or to "Risk Factors" in the Company's most recent Form 20-F (as most recently amended) which is available on EDGAR at www.sec.gov. Readers are cautioned not to put undue reliance on the Company's forward-looking statements..

For further information contact:

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or

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