

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Talmora Diamond Inc.
6 Willowood Court
Toronto, Ontario
M2J 2M3

Item 2 Date of Material Change

May 5, 2011

Item 3 News Release

The press release was released over Marketwire on May 5, 2011

Item 4 Summary of Material Change

The material change is described in the press release

Item 5 Full Description of Material Change
TALMORA DIAMOND ANNOUNCES EQUITY FINANCING
TO RAISE UP TO \$1,250,000

The material change is described in the press release

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

Not applicable.

Item 7 Omitted Information

Not applicable.

Item 8 Executive Officer

Raymond Davies
President & CEO
Talmora Diamond Inc.
Telephone 416-491-6771

Item 9 Date of Report

May 5, 2011