FORM 51-102F3
Material Change Report

ITEM 1: NAME AND ADDRESS OF COMPANY

Northfield Capital Corporation ("Northfield")
141 Adelaide St. West, Suite 301
Toronto, Ontario M5H 3L5

ITEM 2: DATE OF MATERIAL CHANGE

August 26, 2021

ITEM 3: NEWS RELEASE

A press release was issued at Toronto, Ontario by Northfield on August 26, 2021 through the facilities of GlobeNewswire, Toronto and subsequently filed on SEDAR.

ITEM 4: SUMMARY OF MATERIAL CHANGE

Northfield announced its intention to effect a normal course issuer bid through the facilities of the TSX Venture Exchange.

ITEM 5: FULL DESCRIPTION OF MATERIAL CHANGE

Northfield announced its intention to effect a normal course issuer bid through the facilities of the TSX Venture Exchange.

Northfield may, during the 12-month period commencing August 30, 2021 and ending August 29, 2022, purchase on the TSX Venture Exchange up to 111,415 Class A restricted voting shares in total, representing approximately 5% of the Class A restricted voting shares currently issued and outstanding. The price which Northfield will pay for any such shares will be the market price at the time of acquisition. The actual number of Class A restricted voting shares which may be purchased and the timing of any such purchases will be determined by Northfield. Northfield has retained Leede Jones Gable Inc. to effect purchases on its behalf pursuant to the bid. Northfield is effecting the bid at this time as it believes that its Class A restricted voting shares are undervalued at their current market prices and that the purchase of Class A restricted voting shares would be a prudent use of funds.

Northfield previously repurchased for cancellation 33,750 Class A restricted voting shares at an average price of approximately $30.27 (including commissions) per share pursuant to a normal course issuer bid that existed over a 12-month period expiring July 22, 2021, all of which have been cancelled.

ITEM 6: RELIANCE ON SECTION 7.1(2) OF NATIONAL INSTRUMENT 51-102

Not applicable

ITEM 7: OMITTED INFORMATION

Not applicable

ITEM 8: EXECUTIVE OFFICER

The following executive officer of Northfield Capital Corporation may be contacted for further information:

Mr. Michael G. Leskovec
Chief Financial Officer
Northfield Capital Corporation
141 Adelaide St West, Suite 301
Toronto, Ontario M5H 3L5

Tel: (647) 794-4360

ITEM 9: DATE OF REPORT

DATED at Toronto, Ontario, this 26th day of August, 2021.