FORM 51-102F3

MATERIAL CHANGE REPORT

Item 1 – Name and Address of Company:

Tri Origin Exploration Ltd.
125 Don Hillock Drive, Unit 18
Aurora, ON L4G 0H8

Item 2 – Date of Material Change:

February 22, 2012

Item 3 – News Release

The news release attached hereto as Schedule "A" was disseminated over Filing Service Canada's newswire on February 22, 2012.

Item 4 – Summary of Material Change:

Tri Origin Exploration Ltd. (the "Company") announced that it closed a $350,000 non-brokered private placement financing previously announced on February 16, 2012. The financing closed on February 22, 2012 and consisted of the sale of 5,000,000 common shares sold at $0.07 per share for gross proceeds of $350,000. All securities are subject to a hold period of four months and one day from the date of closing.

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) of National Instrument 51-102:

Not applicable.

Item 7 – Omitted Information:

Not applicable.

Item 8 – Executive Officer:

Dr. Robert Valliant, President and CEO
Tel: 905-727-1779

Item 9 – Date of Report:

Feb 22, 2012

Schedule A

FOR IMMEDIATE RELEASE:

February 22, 2012

TRI ORIGIN COMPLETES $350,000 NON-BROKERED FINANCING

Tri Origin Exploration Ltd. (TSX-V: TOE) (the "Company" or "Tri Origin") is pleased to announce it has completed a non-brokered private placement financing with Osisko Mining Corporation to raise $350,000 through the issuance of 5,000,000 common shares at a price of $0.07 per share.

All securities issued pursuant to the offering will be subject to a four-month and one day hold period from the date of closing. The private placement remains subject to final approval of the TSX Venture Exchange.

Proceeds of the placement will be used for mineral exploration at the Company's properties in Northern Ontario and for general corporate purposes.

For further information about Tri Origin, please refer to the Company's website www.triorigin.com or SEDAR www.sedar.com or contact:

Dr. Robert Valliant, President
Tri Origin Exploration Ltd.
Tel: (905) 727-1779
E-mail: invest@triorigin.com

Tri Origin Exploration Ltd. is publicly listed on the TSX Venture Exchange under the trading symbol TOE. Tri Origin is a leading Canadian exploration company with gold and base metal projects in the Canadian Shield. Tri Origin has leveraged exposure to mineral discoveries in Australia through its equity interest in its affiliate, TriAusMin Limited which holds gold and base metal resource-based assets in New South Wales.