

Form 51-102F3
Material Change Report

Item 1. Name and Address of Company

Northern Lion Gold Corp. (the "Company")
620 - 650 West Georgia Street
Vancouver, BC V6B 4N9

Item 2. Date of Material Change

October 5, 2004

Item 3. News Release

The Press Release dated October 5, 2004 was disseminated via CCN Matthews, Canada Stockwatch and Market News and forwarded to the TSX Venture Exchange (the "Exchange").

A copy of the Press Release is attached as Schedule "A".

Item 4. Summary of Material Change

The Company announced that it has that it has reached agreement with Mountain Province Diamonds Inc. to purchase Mountain Province's remaining 30% interest in the Haveri claims. Pursuant to the agreement, and subject to regulatory approval, the Company will issue 4,000,000 shares to Mountain Province. The shares will be subject to a two-year hold period and volume restrictions on re-sale thereafter. Mountain Province has also agreed to provide the Company a proxy for the purpose of voting the shares for a period of three years.

Item 5. Full Description of Material Change

For a full description of the material change, see Schedule "A".

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

The following Senior Officer of the Company is available to answer questions regarding this report:

John Lando, President
Tel: 604.669.2701

Item 9. Date of Report

Dated at Vancouver, BC, this 5th day of October, 2004.

SCHEDULE "A"



NEWS RELEASE

NORTHERN LION ACQUIRES 100% OF HAVERI

October 5, 2004

TSX-V Symbol: NL

Vancouver, British Columbia: Northern Lion Gold Corp. is pleased to announce that it has reached agreement with Mountain Province Diamonds Inc. to purchase Mountain Province's remaining 30% interest in the Haveri claims. Pursuant to the agreement, and subject to regulatory approval, Northern Lion will issue 4,000,000 shares to Mountain Province. The shares will be subject to a two-year hold period and volume restrictions on re-sale thereafter. Mountain Province has also agreed to provide Northern Lion a proxy for the purpose of voting the shares for a period of three years.

John Lando, Northern Lion President, commented: "The consolidation of our ownership of the Haveri Project was one of our top priorities. With this acquisition, we not only have 100% of the project and exposure to its potential, but we now also have complete control over its future exploration and development. Our current drilling is progressing quickly and with this agreement we are now in a position to significantly ramp-up our activities. We are very pleased."

Jan Vandersande, Mountain Province President, commented "We are excited about the Haveri Project and, as new shareholders we have great confidence in Northern Lion's ability to develop the Project to its fullest potential."

About Haveri

The Haveri Project comprises the Haveri and the Ansomaki claims. It encompasses an area of widespread gold and copper mineralization, within altered mafic and felsic volcanic and volcanoclastic rocks of the early Proterozoic Tampere Schist Belt, over an area 1.5 kilometers by 2.0 kilometers. The properties are located 175 kilometers north of Helsinki, in Finland, a mining-friendly and infrastructure-rich member of the European Union.

ON BEHALF OF THE BOARD OF NORTHERN LION GOLD CORP.

John Lando, President

For information with respect to the Company or the contents of this news release, please contact John Lando or Don Flahiff at (604) 669-2701, toll free at 1-800-663-0510 or email to info@northernliongold.com.

The TSX Venture Exchange does not accept responsibility for the adequacy or accuracy of this news release.

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