

MATERIAL CHANGE REPORT

FORM 51-102 F3 UNDER NATIONAL INSTRUMENT 51-102 CONTINUOUS DISCLOSURE OBLIGATIONS

1. **Reporting Issuer:**

Northern Superior Resources Inc.
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2. **Date of Material Change:** September 21, 2011

3. **News Release:**

A news release regarding the material change was issued on September 21, 2011

4. **Summary of Material Change:**

The issuer reports visible gold identified in Trench-3 and 1.9 g/t Gold over 33.8 meters from Trench-1, Croteau Est Gold Property, Chibougamau Gold District, Quebec.

5. **Full Description of Material Change:**

See press release attached as Schedule "A" hereto

6. **Reliance on Confidentiality Provision:**

N/A

7. **Omitted Information:**

None

8. **Senior Officer:**

The following senior officer of Northern Superior Resources Inc. Is knowledgeable about the material change and may be contacted by any of the Securities Commissions in respect to the change:

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9. **Date of Report**

September 21, 2011

Northern Superior Resources Inc.

By: “Aris Morfopoulos”
Aris Morfopoulos
Chief Financial Officer



NORTHERN SUPERIOR RESOURCES INC.

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NEWS RELEASE - For Immediate Release

Northern Superior Resources Inc. reports visible gold identified in Trench-3 and 1.9 g/t Gold over 33.8 meters from Trench-1, Croteau Est Gold Property, Chibougamau Gold District, Québec.

Sudbury, Ontario (September 21, 2011) **Northern Superior Resources Inc.** (“Northern Superior” or the “Company”) is pleased to announce that visible gold was observed while channel sampling a quartz veined alteration zone with disseminated pyrite in Trench-3 of the Croteau Est Gold Property, currently under option. Channel sample assay results from the first trench 80 m west of the visible gold occurrence returned 1.9 g/t gold over 33.8 m. These shear structures are associated with the Dede gold showing where several grab samples returned gold values from 2 to 15 g/t gold (see press release, August 23, 2011).

Dr. T.F. Morris, President and CEO of Northern Superior states: “We are very encouraged from the results of this first phase of exploration on the property. Observations to date suggest that there is excellent potential for a gold-bearing system within the property. Mineralized shear structures observed thus far are contained within a wide (~2.0 km) deformation corridor of stacked and en echelon shear and alteration zones which includes the well-known Faribault Fault which may be associated with the Gwillim Mine located 8.0 kilometers to the east which the Croteau Est property ties onto. Trench-1 is located 1.0 kilometres south of the original Croteau Est gold showing, on the south side of a major shear zone where intense deformation and alteration was observed over a width of 120 m.”

These reported assays from Trench-1 are derived from two mineralized zones consisting of <1% up to 8% pyrite, ±chalcopyrite and ±arsenopyrite. Channel samples from zone 1 (Dede zone) returned **3.23 g/t Gold over 12.3m**, the second zone (Marco zone) returned **2.11 g/t Gold over 11.0m**. When both the Dede and Marco zones are combined with the low but gold bearing material between the two zones an assay of **1.93 g/t Gold over 33.8m is derived (see Table 1)**.

Within a very short period of time, 24 trenches have been excavated through the overburden exposing altered and mineralized shear zones. The four trenches over the Dede and Marco zones cover a strike length of 330m and is open in both direction. Twelve hundred bedrock channel samples have been collected and submitted for geochemical analysis. A dipole-dipole IP geophysical survey has been complete and results are pending. A ground magnetic survey is in progress and the Company intends to commence diamond drilling on the property shortly after all assays are received and geophysical survey interpretation completed. Drilling is expected to start during the fourth quarter of 2011.

Northern Superior operates the Croteau Est property under an option agreement (see press release, August 23, 2011).

The Company’s Qualified Persons (“QP”) for the Croteau Est gold property are Donald Boucher, P.Geo. and Michel LeBlanc, P.Geo. As QP’s, Mr. Boucher and Mr. LeBlanc have prepared or supervised the

preparation of the scientific or technical information for this program and has verified the data disclosed in this press release.

Table 1

		Type	Sample	From	To	Length	Au
				m	m	m	g/t
Zone 1.93 g/t Gold over 33.8m	Zone DD 3.23 g/t Gold over 12.3m	Chanel	H-672029	34	35.1	1.1	3.39
		Chanel	H-672030	35.1	35.9	0.8	7.11
		Chanel	H-672031	35.9	36.9	1.0	1.48
		Chanel	H-672032	36.9	38.0	1.1	0.437
		Chanel	H-672033	38	39.0	1.0	0.006
		Chanel	H-672034	39	40.0	1.0	1.01
		Chanel	H-672035	40	40.5	0.5	0.278
		Chanel	H-672036	40.5	41.5	1.0	9.68
		Chanel	H-672037	41.5	42.5	1.0	1.73
		Chanel	H-672038	42.5	43.5	1.0	3.69
		Chanel	H-672039	43.5	44.5	1.0	10
		Chanel	H-672040	44.5	46.3	1.8	1.19
	Chanel	H-672041	46.3	47.3	1.0	0.04	
	Chanel	H-672042	47.3	48.5	1.2	0.06	
	Chanel	H-672043	48.5	49.0	0.5	0.032	
	Chanel	H-672044	49	50.0	1.0	0.011	
	Chanel	H-672045	50	51.0	1.0	0.071	
	Chanel	H-672046	51	52.0	1.0	0.008	
	Chanel	H-672047	52	53.3	1.3	0.041	
	Chanel	H-672048	53.3	54.0	0.7	0.188	
	Chanel	H-672049	54	55.0	1.0	0.164	
	Chanel	H-672050	55	56.0	1.0	0.014	
	Chanel	H-672052	56	57	1.0	0.568	
	Chanel	H-672053	57	58.2	1.2	0.842	
	Chanel	H-672054	58.2	58.6	0.4	0.209	
	Chanel	H-672055	58.6	59.1	0.5	4.63	
	Chanel	H-672056	59.1	59.6	0.5	1.31	
	Chanel	H-672057	59.6	60.5	0.9	0.599	
	Chanel	H-672058	60.5	61.1	0.6	2.87	
	Chanel	H-672059	61.1	61.8	0.7	4.12	
	Chanel	H-672060	61.8	62.8	1.0	3.2	
	Chanel	H-672061	62.8	63.8	1.0	1.985	
	Chanel	H-672062	63.8	64.8	1.0	0.671	
Chanel	H-672070	63	64	1.0	0.223		
Chanel	H-672071	64	65	1.0	2.28		
Chanel	H-672072	65	65.5	0.5	0.019		
Chanel	H-672073	65.5	66	0.5	5.04		
Chanel	H-672074	66	67	1.0	2.79		
Chanel	H-672075	67	67.8	0.8	1.835		
	Zone Marco 2.11 g/t Gold over 11.0m						

TPK Project Update

Northern Superior is also pleased to announce that an amendment to the Ti-pa-haa-kaa-ning (“TPK”) gold property Early Exploration Benefits Agreement has been agreed to by the Neskantaga First Nation, Rainy River Resources Limited (“Rainy River”) and the Company. Rainy River is the operator of the TPK exploration project and has advised that it intends to complete two phases of work on the TPK property by March 2012. Phase one involves upgrade of the exploration camp through the fourth quarter of 2012. Phase two involves a 7,500 m diamond drill program to be initiated in January and completed in March, 2012.

About Northern Superior Resources Inc.

Northern Superior is a junior exploration company focused on exploring for gold and diamonds in the Superior Province of the Canadian Shield. The Company is actively exploring for gold within two important gold districts: the Stull-Wunnimun in Ontario and the Chibougamau in Quebec. The Company has a number of 100% owned properties (see Company web site, www.nsuperior.com) within these districts that were identified and developed from the Company’s extensive geoscientific data base and from which additional gold exploration projects are being generated. The Company is currently seeking to option-out a number of these properties.

Northern Superior is a reporting issuer in British Columbia, Alberta, Ontario and Quebec, and trades on the TSX Venture Exchange under the symbol SUP. For further information contact:

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For Investors

Forward looking statements: This news release includes certain “forward-looking information” within the meaning of Canadian securities legislation and “forward-looking statements” within the meaning of the United States Private Securities Litigation Reform Act or 1995 (collectively, “forward looking statements”). Forward looking statements include predictions, projections and forecasts and are often, but not always, identified by the use of words such as “seek”, “anticipate”, “believe”, “plan”, “estimate”, “forecast”, “expect”, “potential”, “project”, “target”, “schedule”, “budget” and “intend” and statements that an event or result “may”, “will”, “should”, “could” or “might” occur or be achieved or other similar expressions and includes the negatives thereof. All statements other than statements of historical fact included in this release, including, without limitation, statements regarding potential mineralization, exploration results, interpretation of results, the timing and success of exploration activities generally, the timing and results of future resource estimates, and future plans and objectives of Northern Superior or Rainy River are forward-looking statements that involve various risks and uncertainties. There can be no assurance that such statements will prove to be accurate and actual results and future events could differ materially from those anticipated in such statements. Forward looking statements are based on a number of material factors and assumptions. Important factors that could cause actual results to differ materially from Northern Superior’s expectations include exploration

risks, changes in project parameters as plans continue to be refined, results of future resources estimates, future metal prices, availability of capital and financing on acceptable terms, general economic, market or business conditions, uninsured risks, regulatory changes, defects in title, availability of personnel, materials and equipment on a timely basis, accidents or equipment breakdowns, delays in receiving government approvals, unanticipated environmental impacts on operations and costs to remedy same, and other exploration or other risks detailed herein and from time to time in the filings made by the Company with securities regulators. Although the Company has attempted to identify important factors that could cause actual actions, events or results to differ from those described in forward looking statements, there may be other factors that cause such actions, events or results to differ materially from those anticipated. There can be no assurance that forward looking statements will prove to be accurate and accordingly readers are cautioned not to place undue reliance on forward looking statements.

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