

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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Sudbury, Ontario P3B 4J8

Tel: (705) 525- 0992

Fax: (705) 525- 7701

2. **Date of Material Change:** November 21, 2011

3. **News Release:**

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

4. **Summary of Material Change:**

The issuer reports management restructuring changes.

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:

Thomas F. Morris
President and CEO
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9. **Date of Report**

November 23, 2011

Northern Superior Resources Inc.

By: “Aris Morfopoulos”
Aris Morfopoulos
Chief Financial Officer

MATERIAL CHANGE REPORT
SCHEDULE “A”

Northern Superior Resources Inc.

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NEWS RELEASE - For Immediate Release

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Northern Superior Resources Inc. Restructures Senior Management Team, Gears-up for Aggressive 2012 Exploration Season.

Sudbury, Ontario (November 21, 2011) **Northern Superior Resources Inc.** (“Northern Superior” or the “Company”) is pleased to announce that Mr. Casey Hetman has joined the Company in the position of Vice President - Exploration. Mr. Hetman’s appointment follows Mr. Boucher assuming the role of project manager for the Company’s Croteau Est gold property, a property that is developing quickly as a key project for the Company and will require Mr. Boucher’s vast experience and knowledge as a geologist and project manager. Mr. Hetman’s hiring follows the appointment of Mr. Scott Parsons as Vice President - Corporate Development. Northern Superior is also pleased to announce that Mr. Daniel Rothberg has been appointed the Company’s Corporate Secretary. Dr. Thomas F. Morris remains as President and CEO of the Company.

Mr. Hetman graduated with a MSc. (Geology) from the University of Toronto and the Royal Ontario Museum in 1996. He is well known in the exploration community for his exploration and mineral deposit evaluation skills and accomplishments in Canada, Greenland and Africa. Mr. Hetman most recently held the position of Principle Consulting Geologist at Mineral Services Canada and previously worked at De Beers Canada as an exploration geologist/petrologist. Mr. Hetman is a registered Professional Geoscientist in the Provinces of Ontario and British Columbia.

Mr. Parsons graduated with a MSc. (Geology) from the University of Western Ontario in 2006. He had previously held the position of project manager for the Company before joining BHP Billiton in 2007 where he played an essential role in evaluating, developing, and integrating mineral resources and reserves into mine planning. Mr. Parsons is currently completing his MBA from Athabasca University. Mr. Parsons is a registered Professional Geoscientist in Northwest Territories, Nunavut, Quebec, and Ontario.

Mr. Rothberg is a partner at the Toronto office of Miller Thomson LLP, one of Canada’s largest national law firms. In 1989 Mr. Rothberg graduated with a B.Comm (Hons) from the University of Manitoba majoring in finance and earned his LLB from the University of British Columbia in 2003. Mr. Rothberg has practiced corporate finance and securities law with a focus on the resource sector for over 18 years, both in Vancouver and Toronto and has been legal counsel to the Company since 2008.

Dr. T.F. Morris, President and CEO of Northern Superior commented: *“Northern Superior has been most fortunate to have had Don Boucher as its Vice President Exploration from 2007 until present and to have him oversee such a critical project as Croteau Est. We look forward to Mr. Boucher’s continued input, guidance and insight into the organization’s function as a whole. With regard to Mr. Hetman and Mr. Parsons joining the Company, we are extremely pleased and excited to have both these individuals joining our staff. They both bring tremendous enthusiasm and experience which we know will complement well with our current, excellent staff. With the addition and re-organization of the Company’s management structure, Northern Superior is now poised to embark on its most exciting exploration year to date. The hard work completed through 2011 has identified and developed three exceptional gold projects to a point where the Company is looking forward, with tremendous anticipation, to the results of the planned 2012 drill programs. These projects include the Ti-pa-haa-kaaning, New Growth and Croteau Est gold properties.*

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-Wunnumun 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. Optioning the Lamarck Creek gold property falls in line with the Company’s strategy of optioning a select number of its 100% owned gold properties in Quebec and Ontario.

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 of 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 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.

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.