FORM 51-102F3
MATERIAL CHANGE REPORT

1. Reporting Issuer

State the name and address of the principal office in Canada of the reporting issuer

Northern Star Mining Corp.
153 A, Perreault ave.
Val d'Or (Quebec) J9P 2H1
Tel: (819) 825-8088

2. Date of Material Change

October 12, 2005

3. Press Release

State the date and places of issuance of the press release issued pursuant to Section 7.1 of NI 51-102.

This news release was issued on October 12, 2005 through Canada Stockwatch, Market News Publishing Inc. and other dissemination services.

4. Summary of material change:

Provide a brief but accurate summary of the nature and substance of the material change.

The Issuer is please to announce that it has engaged MGI Securities (the "Agent"), pursuant to which the Agent will conduct a private placement offering of up to $7,000,000 on a best efforts basis. The offering consists of up to 11,111,111 flow-through shares at a price of $0.45 per share and 5,000,000 non-flow-through units at a price of $0.40 per unit. Each unit consists of one common share of the company and one-half of a non-transferable share purchase warrant. One warrant shall entitle the holder thereof to purchase one additional common share of the Issuer for a period of 24 months from the closing date at a price of $0.50. The Issuer also announces that an over-allotment of $2,000,000 can be exercised by the agent. The over-allotment can be any combination of flow-through shares or non-flow through units.

The Agent will be paid a commission of 7% of the gross proceeds and will be issued Agents' warrants equal to 10% of the number of units sold. The financing proceeds will be used for working capital and exploration on the Issuer's Midway Project. Completion of the financing is subject to regulatory approval.

5. Full Description of Material Change

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The Agent will be paid a commission of 7% of the gross proceeds and will be issued Agents' warrants equal to 10% of the number of units sold.

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6. Reliance on Section 7.1 of NI 51-102

This report is not being filed on a confidential basis.

7. Omitted Information

There is no Omitted information

8. Executive Officers

Richard Silas, Director
819-825-8088

9. Statement of Executive Officer

The foregoing accurately discloses the material change referred to herein

Dated at Val d'Or, Quebec this 12th day of October, 2005.

"Richard Silas"

Name: Richard Silas
Director