



Northern Sun Mining Corp.
130 Adelaide Street West, Suite 3420
Toronto, Ontario M5H 3P5

February 12, 2016

Regal Silver Investments Ltd.
100 King Street West
1 First Canadian Place
Suite 6200, P.O. Box 50
Toronto, Ontario, M5X 1B8

Attention: President

Dear Sir:

Re: Amendment of Plan of Arrangement

Reference is made to the arrangement agreement made as of January 19, 2016 (the "**Arrangement Agreement**") between Northern Sun Mining Inc. ("**Northern Sun**") and Regal Silver Investments Ltd. ("**Regal Silver**") by which the parties have agreed to proceed with a going private transaction providing for the acquisition by Regal Silver of all of the Northern Sun Shares not currently owned by Regal Silver, Jien International Investments Limited or their Affiliates by way of a plan of arrangement under the provisions of the OBCA in the form attached as Schedule A to the Arrangement Agreement (the "**Plan of Arrangement**"). All capitalized terms used in this letter have the meanings given to them in the Plan of Arrangement. The parties wish to amend certain provisions in the Plan of Arrangement.

Pursuant to section 6.5 of the Arrangement Agreement and section 6 of the Plan of Arrangement, this letter will serve as an amendment to the Plan of Arrangement as follows: The first paragraph of Section 4 of the Plan of Arrangement is amended by deleting the words "by 5:00 p.m., Toronto time, on the Business Day that is five Business Days" and replacing them with "by 10:00 a.m., Vancouver time, on the Business Day that is two Business Days".

All other terms of the Plan of Arrangement and the Arrangement Agreement will remain in full force and effect except as amended by this letter.

Northern Sun Mining Corp.

"Signed"

James Xiang, Interim President and Chief Executive Officer

Accepted and agreed as of February 12, 2016

Regal Silver Investments Ltd.

"Signed"

Patrick Gleeson, Director