

**FORM 51-102F3
MATERIAL CHANGE REPORT**

1. Name and Address of Company

True North Gems Inc. (“True North” or the “Company”)
Suite 700 – 1055 West Georgia Street
PO Box 11108
Vancouver, BC V6E 3P3

2. Date of Material Change

December 1, 2015

3. News Release

The news release announcing the material change was disseminated on December 2, 2015, through Marketwired. The news release was also filed on SEDAR with the securities regulatory authorities in British Columbia, Alberta, Ontario, Northwest Territories and Yukon.

4. Summary of Material Change

The Company announced the initiation of mining operations at the Aappaluttoq Ruby and Pink Sapphire deposit in S.W Greenland.

5.1 Full Description of Material Change

See attached news release.

5.2 Disclosure for Restructuring Transactions

N/A

6. Reliance on subsection 7.1(2) of National Instrument 51-102

Not applicable.

7. Omitted Information

No information has been intentionally omitted from this material change report.

8. Executive Officer

Nicholas Houghton, CEO, 604-687-8055

9. Date of Report

December 2, 2015



True North Gems Commences Mining at the Aappaluttoq Ruby and Pink Sapphire Deposit.

Vancouver – December 2nd 2015 – True North Gems Inc. (TGX: TSX-V) (“True North”, “TNG” or the “Company”) is very pleased to announce the initiation of mining operations at the Aappaluttoq Ruby and Pink Sapphire deposit in S.W Greenland.

“On behalf of True North Gems Inc., True North Gems Greenland A/S and all our working partners it is my great pleasure to announce that we have broken ground at Aappaluttoq,” stated Nicholas Houghton, President and CEO of the Company. *“During a very tough period for the mining industry with many financial challenges, it is deeply gratifying to see everyone’s hard work materialize and for True North’s shareholders to see mining start.”*

LNS Greenland (“LNSG”), a joint venture partner in the Aappaluttoq Mine, has been contracted as the mine operator. Their Norwegian and Greenlandic based technical team have submitted mining extraction plans to the boards of True North and True North Gems Greenland A/S, and attained approval for pit operations to begin. The process and gemstone recovery system is currently being shipped to Greenland and the planned Q4/2015-Q1/2016 extraction will create a sufficient ore stockpile to feed the plant once it has been commissioned. Planned waste rock removal work during the current extraction will pave the way for the 2016 mining season to commence as scheduled.

“This is a historic day for the revived mining industry in Greenland,” stated Bent Olsvig Jensen, Managing Director of True North Gems Greenland A/S. *“Being one of the first companies to progress through the new permitting system and to reach a positive outcome is a testament to all involved. We now look forward to fully commissioning the newest mine in Greenland, which will be one of the most advanced coloured gemstone mines in the world.”*

For further information, contact:

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President and CEO

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