

51-102F3 Material Change Report

Item 1 Name and Address of Company

State the full name of your company and the address of its principal office in Canada.

**URANIUM NORTH RESOURCES CORP.
Suite 510, 510 Burrard Street
Vancouver, B.C.
V6C 3A8**

Item 2 Date of Material Change

State the date of the material change.

August 6, 2009

Item 3 News Release

State the date and method(s) of dissemination of the news release issued under section 7.1 of National Instrument 51-102.

NR #09-13 dated August 6, 2009 was disseminated by Stockwatch.

Item 4 Summary of Material Change

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

Uranium North Resources Corp. (TSX-V: UNR) announces the completion of a National Instrument 43-101 (“NI 43-101”) compliant inferred mineral resource calculation for the Main Zone deposit on its 100% owned Amer Lake property in Nunavut. This new resource calculation is significantly higher than the historic estimate and represents what the Company believes is a portion of a much larger deposit on the property.

Based on cut-off grades ranging from 0.01 to 0.06% U₃O₈, the interim resource calculation outlines 19.3 to 7.3 million pounds of uranium grading at 0.04 to 0.11% U₃O₈ respectively (*Table 1*).

Using the current industry standard cut-off grade of 0.01% U₃O₈, a resource of 19.3 million pounds at an average grade of 0.04% U₃O₈ has been defined.

The resource calculation outlines 12.9 million pounds U₃O₈ grading 0.07% U₃O₈ using a 0.04% cut-off or 9.7 million pounds grading 0.09% U₃O₈ using a 0.05% U₃O₈ cut-off. This is a significant increase from the historic estimate of 6.7 million pounds grading 0.07% U₃O₈ at a cut off of 0.05% U₃O₈.

Table 1. Details of the resource estimate are as follows:

Cut-Off Grade U ₃ O ₈	Tonnage T x 1,000	U ₃ O ₈ Grade	U ₃ O ₈ Lbs
0.010%	21,423	0.041	19,317,000
0.020%	15,344	0.052	17,509,000
0.030%	11,596	0.061	15,462,000
0.040%	8,391	0.070	12,981,000
0.050%	5,094	0.087	9,713,000
0.060%	3,062	0.108	7,288,000

All tabulated data has been rounded to two decimal places for U₃O₈ grades and to the nearest thousand for tonnage and pounds

“Establishing Amer Lake as Canada’s newest uranium resource is a major milestone for the Company. We have met our initial goal of defining a compliant resource that is double the historic deposit. Our clear and low cost plan to significantly expand Amer Lake to a shallow large tonnage uranium deposit is well underway.” says Mark Kolebaba, President of Uranium North Resources.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

Supplement the summary required under Item 4 with sufficient disclosure to enable a reader to appreciate the significance and impact of the material change without having to refer to other material. Management is in the best position to determine what facts are significant and must disclose those facts in a meaningful manner. See also Item 7.

Some examples of significant facts relating to the material change include: dates, parties, terms and conditions, description of any assets, liabilities or capital affected, purpose, financial or dollar values, reasons for the change, and a general comment on the probable impact on the issuer or its subsidiaries. Specific financial forecasts would not normally be required.

Other additional disclosure may be appropriate depending on the particular situation.

This resource is confined to drilling within an area which measures 1,400 metres in an east-west direction and 500 metres in a northwest-southeast direction. Geology and geophysics indicate the Main Zone deposit may extend an additional 1,200 metres to the southeast which will be a focus for future drilling. In addition to the expansion potential of the Main Zone, the Company has identified numerous other similar uranium bearing zones within a 10 kilometre radius of the Main Zone deposit.

Geological modeling using computer software shows that the Main Zone deposit outcrops to the north and extends shallowly to the south where the mineralized body becomes flat lying. This type of geometry may be amenable to low-cost mining methods.

The mineralized zone is hosted within a magnetic sandstone unit that is traceable with geophysics. The traceability using an airborne magnetic survey greatly assists in further expanding this shallow resource making Amer Lake a low-cost exploration project.

Alan Armitage, VP of exploration for Uranium North Resource states, “Based on a solid geological model and firm understanding of our geophysical data, we are confident Amer Lake has the potential to host a large uranium deposit. Going forward, drill programs will

focus on expanding the Main Zone resource. In addition, our work to date indicates that the targets identified elsewhere on the property may also add to the uranium potential of the property.”

Further drilling completed in 2009 will be represented in an additional resource estimate.

5.2 Disclosure for Restructuring Transactions

This item applies to a material change report filed in respect of the closing of a restructuring transaction under which securities are to be changed, exchanged, issued or distributed. This item does not apply if, in respect of the transaction, your company sent an information circular to its securityholders or filed a prospectus or a securities exchange takeover bid circular.

Include the disclosure for each entity that resulted from the restructuring transaction, if your company has an interest in that entity, required by section 14.2 of Form 51-102F5. You may satisfy the requirement to include this disclosure by incorporating the information by reference to another document.

INSTRUCTIONS

(i) If your company is engaged in oil and gas activities, the disclosure under Item 5 must also satisfy the requirements of Part 6 of National Instrument 51-101 Standards of Disclosure for Oil and Gas Activities.

(ii) If you incorporate information by reference to another document, clearly identify the referenced document or any excerpt from it. Unless you have already filed the referenced document or excerpt, you must file it with the material change report. You must also disclose that the document is on SEDAR at www.sedar.com.

Not applicable.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

If this Report is being filed on a confidential basis in reliance on subsection 7.1(2) or (3) of National Instrument 51-102, state the reasons for such reliance.

INSTRUCTION

Refer to subsections 7.1 (4), (5), (6) and (7) of National Instrument 51-102 concerning continuing obligations in respect of reports filed under subsection 7.1(2) or (3) of National Instrument 51-102.

Not applicable.

Item 7 Omitted Information

State whether any information has been omitted on the basis that it is confidential information.

In a separate letter to the applicable regulator or securities regulatory authority marked "Confidential" provide the reasons for your company's omission of confidential significant facts in the Report in sufficient detail to permit the applicable regulator or securities regulatory authority to determine whether to exercise its discretion to allow the omission of these significant facts.

INSTRUCTIONS

In certain circumstances where a material change has occurred and a Report has been or is about to be filed but subsection 7.1(2), (3) or (5) of National Instrument 51-102 is not or will no longer be relied upon, your company may nevertheless believe one or more significant facts otherwise required to be disclosed in the Report should remain confidential and not be disclosed or not be disclosed in full detail in the Report.

No information has been omitted.

Item 8 Executive Officer

Give the name and business telephone number of an executive officer of your company who is knowledgeable about the material change and the Report, or the name of an officer through whom such executive officer may be contacted.

MARK KOLEBABA
Tel. (604) 689-2010

Item 9 Date of Report

This report is dated the **6th day of August, 2009.**