51-102F3
Material Change Report

Item 1 **Name and Address of Company**

Nubian Resources Ltd. (the "Company" or "Nubian")
202 Yale Court Plaza
2526 Yale Court Road
Abbotsford, BC
V2S 8G9

Item 2 **Date of Material Change**

November 10, 2016

Item 3 **News Release**

The Company issued a news release dated November 10, 2016 which was disseminated via Stockwatch.

Item 4 **Summary of Material Change**

The Company is pleased to announce that it has closed a non-brokered private placement announced October 24, 2016, by the issuance of 1,600,000 units at a purchase price of CDN $0.075 per unit for gross proceeds of CDN $120,000.

Item 5 **Full Description of Material Change**

5.1 **Full Description of Material Change**

The Company is pleased to announce that it has closed a non-brokered private placement ("Private Placement") announced October 24, 2016, by the issuance of 1,600,000 units ("Units") at a purchase price of CDN $0.075 per Unit for gross proceeds of CDN $120,000. Each Unit consists of one common share in the capital of the Company and one transferable share purchase warrant, each warrant entitling the holder to purchase one common share in the capital of the Company on or before November 10, 2018, at a purchase price of CDN $0.10 per share.

An aggregate of 1,375,000 units in the Private Placement were subscribed for by insiders of the Company. The participation of insiders in the Private Placement constitutes a "related party transaction" pursuant to Multilateral Instrument 61-101 ("MI 61-101"). However, the Private Placement is exempt from the formal valuation requirement and the minority shareholder approval requirement found in MI 61-101 on the basis that neither the fair market value of the Units nor the consideration paid by insiders for Units exceeds 25% of the market capitalization of the Company.

All securities issued by the Company pursuant to the Private Placement are subject to a hold period of four months and one day and cannot be resold until March 11, 2017. No finder's fees were paid.

The Company intends to allocate the proceeds as follows: (i) CDN $60,000 towards repayment of existing debt; and (ii) CDN $60,000 towards general working capital.

The Private Placement is subject to final approval of the TSX Venture Exchange.

5.2 Disclosure for Restructuring Transactions

Not applicable

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

Not applicable

Item 7 Omitted Information

Not applicable

Item 8 Executive Officer

Lawrence Treadgold
Chief Executive Officer
Tel: (604) 870-4988

Item 9 Date of Report

November 17, 2016