FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

Northern Vertex Mining Corp. (the "Company")
1650 - 1075 West Georgia Street
Vancouver, BC V6E 3C9
Fax: (604) 683-2249

Item 2: Date of Material Change

November 5, 2018.

Item 3: News Release

The news release was disseminated on November 5, 2018, through CNW Group and filed on SEDAR.

Item 4: Summary of Material Change

The Company announced it has signed a flexible, unsecured working capital facility with Greenstone Resources II L.P. ("Greenstone") for up to US$10 million (the "Greenstone Facility"). The Greenstone Facility is available in up to five tranches and the Company has drawn the first tranche of US$2.5 million.

Item 5: Full Description of Material Change

The Company announced it has signed the Greenstone Facility. The Greenstone Facility is available in up to five tranches and the Company has drawn the first tranche of US$2.5 million. The Company expects to repay the Greenstone facility with proceeds from the private placement and the Maverix Metals silver stream financings announced on October 15, 2018. The terms of the Greenstone Facility include:

- initial advance of US$2.5 million drawn down on November 5, 2018;
- up to four further advances may be made at the election of the Company made no later than the earlier of May 5, 2019 and the date upon which the Company receives the upfront payment from Maverix Metals Inc. ("Maverix") pursuant to a metals purchase agreement between the Company and Maverix , indicative terms of which were announced by the Company on October 15, 2018;
- maturity date of October 3, 2019 at which time the principal amount is to be repaid in full, subject to Greenstone having not elected to convert the principal amount outstanding;
- interest rate of 12% per annum, payable quarterly in arrears in cash;
- pre-payable by the Company in whole or in part at any time and from time to time, so long as an event of default has not occurred and is continuing;
- mandatory repayment upon the completion by the Company of the silver stream or an alternative financing in the event that the silver stream does not close on the terms disclosed or at all;
- conversion price of the initial advance is Cdn$0.30. The conversion price of debentures issued under any subsequent advance will be subject to pre-approval by the TSX Venture Exchange (the "Exchange");
- cash fees payable to Greenstone of 3% of the amount of each subsequent advance (payable on each such advance); the Company has agreed to commence an alternative financing if the Stream is not closed by November 16, 2018; and

- proceeds from the Greenstone Facility will be used for working capital and general corporate purposes.

Greenstone is a significant shareholder of the Company holding an aggregate of 51,769,230 common shares of the Company, representing approximately 28.4% of the issued and outstanding common shares of the Company on an undiluted basis, and accordingly, the transaction is a non-arm's length transaction under the policies of the Exchange and a related party transaction under Multilateral Instrument 61-101 *Protection of Minority Security Holders in Special Transactions* ("MI 61-101"). The Greenstone Facility is subject to the formal valuation requirement (the "Valuation Requirement") and minority shareholder approval requirement ("Shareholder Approval Requirement") of MI 61-101, unless an exemption is available. The Company is exempt from the Shareholder Approval Requirement pursuant to sections 5.7(1)(a) and 5.7(1)(f) of MI 61-101. The Company is exempt from the Valuation Requirement pursuant to section 5.5(b) of MI 61-101, as the common shares of the Company are not listed on a senior stock exchange. The Greenstone Facility was approved by the disinterested members of the board of directors of the Company.

Upon conversion, if any, in full of the initial US$2.5 million debenture issued on November 5, 2018 (using an exercise price of Cdn$0.30 and using the Bank of Canada closing exchange rate on November 2, 2018 of US$1 = Cdn$1.3105), Greenstone would receive an aggregate of 10,920,833 additional common shares of the Company, as a result of which it would hold, including the current shares it holds, 62,690,063 common shares of the Company, representing approximately 32.5%, on an undiluted basis, of the issued and outstanding shares of the Company (including the issuance of such shares). This would represent an increase of approximately 4.1% from Greenstone's current shareholding percentage of the Company.

The Greenstone Facility, and all securities issuable thereunder (other than those in respect of the initial drawdown, which have already been approved) are subject to the acceptance of the Exchange. All securities issued in connection with the Greenstone Facility will be subject to a hold period expiring four months and one day from the date of issuance of the respective securities.

Forward-Looking Statements:

The information in this material change report has been prepared as at November 5, 2018. Certain statements in this material change report, referred to herein as "forward- looking statements", constitute "forward-looking statements" under the provisions of Canadian provincial securities laws. These statements can be identified by the use of words such as "expected", "may", "will" or similar terms, and include, without restriction, statements regarding the planned completion of the Greenstone Financing and the proposed use of the proceeds of the financings.

Forward-looking statements are necessarily based upon a number of factors and assumptions that, while considered reasonable by the Company as of the date of such statements, are inherently subject to significant business, economic and competitive uncertainties and contingencies. Many factors, known and unknown, could cause actual results to be materially different from those expressed or implied by such forward- looking statements. Readers are cautioned not to place undue reliance on these forward-looking statements, which speak only as of the date made. Except as otherwise required by law, the Company expressly disclaims any obligation or undertaking to release publicly any updates or revisions to any such statements to reflect any change in the Company's expectations or any change in events, conditions or circumstances on which any such statement is based More particularly, this release contains statements concerning the anticipated future advances under the Greenstone Facility, receipt of or the availability of exemption from application shareholder approval requirements relating to the Greenstone Facility, the anticipated completion of the Maverix Stream or any alternative financing and the anticipated use of the proceeds of the Greenstone Facility. There can be no assurance that any subsequent advances under the Greenstone Facility, the Maverix Stream or any alternative financing will complete within the anticipated timelines or complete as contemplated or at all, or that the proceeds of the Greenstone Facility will be used as anticipated. US investors should be aware that mining terminology used for Canadian mineral project reporting purposes differs significantly from US terminology.

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

N/A

Item 7: Omitted Information

N/A

Item 8: Executive Officer

The following executive officer of the Company is knowledgeable about the material change disclosed in this report and may be contacted as follows:

Ken Berry, President and CEO
Telephone: (604) 601 3656

Item 9: Date of Report

November 15, 2018