

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Reporting Issuer

Big North Graphite Corp.
350 – 885 Dunsmuir Street
Vancouver BC V6C 1N5

Item 2. Date of Material Change

May 10, 2013

Item 3. News Release

A News Release dated May 10, 2013 was disseminated via The News Wire.

Item 4. Summary of Material Changes

A summary of the nature and substance of the material change is as follows:

Big North files Technical Report on Mexican Graphite Project

Item 5. Full Description of Material Change

BIG NORTH GRAPHITE CORP. (TSX-V: NRT) (the “**Company**” or “**Big North**”), announces that a National Instrument 43-101 technical report dated effective May 7, 2013, has been filed by the Company and is available on SEDAR under the Company's profile. The technical report is entitled "Mexico Graphite Project: Aki Wiki and Nuevo San Pedro Concessions" and was prepared by R. Tim Henneberry, P. Geo. of Mammoth Geological Ltd.

As previously disclosed in the Company's news release dated November 20, 2012, the Company signed a Definitive Mineral Property Option Agreement (the "**Option Agreement**") with Can-Am Gold Corp. (the "**Vendor**") to acquire all of the issued and outstanding shares of Grafito La Barranca SA de CV ("**Grafito**"), held by the Vendor (which shares represent 99.9% of the issued and outstanding share capital of Grafito). Grafito is the registered and beneficial owner of two mining concessions located in Sonora, Mexico, which encompass the past producing Nuevo San Pedro, Caraples and La Fortuna amorphous graphite mines.

Grafito holds a 100% interest in the Aki Wiki concession and has a 50/50 joint venture on the Nuevo San Pedro property. Both concessions are located in the San Jose de Moradillas region, a region that has produced graphite for more than 145 years. San Jose de Moradillas is located approximately 45 kilometers southeast of the city of Hermosillo, Mexico.

On April 18, 2013, Big North announced that the company had completed Phase Two of the development on the restart of the Nuevo San Pedro mine. The second and third levels of the mine were cleared and stabilized. The existing rail in the mine has been repaired and successfully tested. On the main level, electrical and ventilation systems have been installed and the previously delivered winch has

been installed, tested and is ready for operation. On April 22, 2013, Big North announced that the Company had entered into an agreement to purchase an 18-acre piece of land and had begun the assembly of a graphite processing facility in Sonora Mexico. The facility will be used for stockpiling, crushing, screening, sizing and drying the graphite to the specifications of individual future customers. Further, the Company has started buying amorphous graphite from local private producers who do not have processing capabilities. Big North strategy includes purchasing graphite from local producers to supplement potential production from the Nuevo San Pedro project. The Company plans to process the purchased graphite to the specifications of future customers and re-sell the purchased graphite at market prices, capturing the difference in prices.

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

Not applicable.

Item 7. Omitted Information

Not applicable

Item 8. Executive Officer

For further information, please contact Spiro Kletas at (604) 629-8220.

May 10, 2013