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**

September 13, 2013

Item 3. **News Release**

A News Release dated September 13, 2013 was disseminated via TheNewswire.ca.

Item 4. **Summary of Material Changes**

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

Big North Graphite Closes $200,000 Expedited Private Placement and Completes Shares for Debt Transaction

Item 5. **Full Description of Material Change**

5.1 **Full Description of Material Change**

See the attached News Release for complete details.

5.2 **Disclosure for Restructuring Transactions**

Not applicable.

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**.

Item 9. **Date of Report**

September 13, 2013

BIG NORTH GRAPHITE CORP.
350 – 885 Dunsmuir Street
Vancouver, British Columbia V6C 1N5
Tel: (604) 629-8220
Fax: (604) 604 688-7307

Big North Graphite Closes $200,000 Private Placement and Completes Shares for Debt Transaction

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Vancouver, B.C., September 13, 2013 - Big North Graphite Corp. (NRT: TSX-V) ("Big North" or the "Company") announces that subject to TSX Venture Exchange (the "TSX.V") acceptance, it has closed an expedited private placement of 2,666,667 units (the "Units") at $0.075 per Unit for total gross proceeds of $200,000 (the "Offering").

Each Unit consists of one common share (the "Shares") and one-half of one non-transferable common share purchase warrant (the "Warrants"). Each whole Warrant is exercisable to acquire an additional common share at $0.12 until September 12, 2015.

Big North intends to use the net proceeds from the Offering for mineral exploration and development of the Company's amorphous graphite project located in Nuevo San Pedro in Sonora, Mexico and for general working capital purposes.

All securities issued in connection with the Offering will be subject to a four month hold period expiring on January 13, 2014. The Offering remains subject to final acceptance by the TSX.V.

The Company paid commissions and finders' fees of 8% cash and 8% finder warrants (the Finder Warrants") in connection with the Offering. The Finder Warrants have the same terms as the Warrants.

The Company also announces the closing of the shares for debt transaction previously announced by the Company on August 19, 2013. The Company has issued 1,092,307 common shares at a deemed price of $0.065 per common share to settle a total of $71,000 of debt owed to an arm's length creditor.

The securities issued to the Company's creditor are subject to a statutory hold period in accordance with applicable securities legislation, which expires on January 4, 2014.

About Big North Graphite Corp.

Big North is a graphite development and exploration company focused on select projects in Mexico and Canada. The Company recently acquired 3 past producing amorphous graphite mines in Sonora, Mexico and is working towards accelerating the restart of the Nuevo San Pedro amorphous graphite mine. Big North is currently in the Test Mining phase at Nuevo San Pedro.

Recently, Big North announced that the Company had started the assembly of a processing plant that will be used for crushing, screening, sizing and drying of graphite to the specifications of future customers. Further, the Company has commenced a strategy of buying unprocessed amorphous graphite from local miners who do not possess the ability to process or ship to end users. Big North also owns high priority, large flake graphite exploration projects in Ontario and Quebec, Canada.

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

ON BEHALF OF THE BOARD

(signed) "*Spiro Kletas*"
Spiro Kletas
President and Chief Executive Officer

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