

**Form 51-102F3
MATERIAL CHANGE REPORT**

Item 1. Name and Address of Reporting Issuer

Big North Graphite Corp. (the “**Company**” or “**Big North**”)
350 – 885 Dunsmuir Street
Vancouver BC
V6C 1N5

Item 2. Date of Material Change

June 2, 2015

Item 3. News Release

A News Release dated June 5, 2015 was disseminated via Newsfile Corp.

Item 4. Summary of Material Changes

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

Big North Announces Notice of Default on El Tejon Project and Resignation of Directors

Item 5. Full Description of Material Change

5.1 Full Description of Material Change

BIG NORTH GRAPHITE CORP. (TSX-V: NRT) (the “**Company**” or “**Big North**”), announces that it has received notice alleging that it is in default under its property agreement (as detailed in the Company’s press release dated February 5, 2014), as amended, (the “**Acquisition Agreement**”) for the El Tejon project in Oaxaca, Mexico. Under the terms of the Acquisition Agreement, the company was required to make a cash payment on June 1, 2015. Pursuant to the terms of the Acquisition Agreement, Big North has 30 days from receipt of the notice to cure the default. In the event that the Company elects not to cure during the 30 day period, the vendor’s sole and exclusive remedy is limited to the return of the El Tejon property and Big North will have no further obligations or liabilities to the vendors pursuant to the Acquisition Agreement or otherwise. Management of the Company is currently considering all options available to it and will issue a further news release once a definitive decision is made.

Resignation of Directors

Big North has received and accepted letters of resignation from the Board of Directors from Daniel Bleak and Cesar Guajardo. Mr. Bleak served as a Director of Big North from March 3, 2014 until June 1, 2015. Mr. Guajardo served as a director of the company from December 31, 2013 to June 4, 2015. The Board thanks Mr. Bleak and Mr. Guajardo for their service.

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

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

Item 9. Date of Report

June 10, 2015