Form 51-102F3
Material Change Report

Item 1. Name and Address of Company

Novo Resources Corp. (the "**Company**")
1075 West Georgia St., Suite 1980
Vancouver, BC, V6E 3C9

Item 2. Date of Material Change

August 17, 2015

Item 3. News Release

News release dated August 17, 2015 was disseminated through TheNewswire.ca.

Item 4. Summary of Material Change

The Company entered into an agreement to purchase the Blue Spec Au-Sb Project from Northwest Resources Limited.

Item 5.1 Full Description of Material Change

The Company entered into an agreement (the "**Agreement**") to purchase the Blue Spec Au-Sb Project ("**Blue Spec Project**") from Northwest Resources Limited ("**Northwest**"), an Australian Stock Exchange listed company.

Completion of the sale is conditional on Northwest shareholder approval, Australian Foreign Investment Review Board approval, TSX Venture Exchange approval and obtaining other third party consents and Ministerial approval as may be required. The purchase price for the project is cash payments totaling AU$350,000 and 485,394 common shares of the Company (the "**Consideration Shares**"). The Consideration Shares will be subject to a statutory hold period expiring four months from the date of issuance.

The Blue Spec Project encompasses approximately 125 square kilometres and is situated approximately 20 kilometres due east of the Company's Beatons Creek Project near the town of Nullagine, Western Australia. Gold mineralization is of orogenic lode vein style and is hosted by an east-west trending shear zone extending approximately 20 kilometres along the length of the properties. Multiple gold-bearing quartz veins occupying steeply plunging shoots occur along this shear zone, which are accompanied by significant amounts of stibnite, a Sb-sulfide mineral.

Two high grade shoots, the Blue Spec and Gold Spec deposits, host Indicated Resources of 151,000 tonnes at 21.7 gpt Au (105,300 oz) and 1.7% Sb and Inferred Resources of 264,000 tonnes at 13.3 gpt Au (112,600 oz) and 1.0% Sb. These historical estimates, disclosed in Northwest's news release of September 30, 2013 and in the mineral resource statement issued by Northwest on the same date (the "**Northwest Disclosure Documents**"), are stated to have been reported in accordance with the 2012 edition of the Australasian Code for Reporting of Exploration Results, Minerals Resources and Ore Reserves (2012 JORC Code), which are consistent with sections 1.2 and 1.3 of National Instrument 43-101 – *Standards of Disclosure for Mineral Projects* ("**NI 43-101**"). For the key assumptions, parameters, and methods used to prepare these estimates, please refer to the Northwest Disclosure Documents which are available on Northwest's website (www.nw-resources.com.au). These are the most updated estimates and data available regarding the Blue Spec and Gold Spec deposits and, as such, no work needs to be done at this point in time to upgrade or verify the estimates. The Company is unaware of the existence of any technical report prepared in connection with the technical information contained in the Northwest Disclosure Documents. A qualified person has not done sufficient work to classify the historical estimate as current mineral resources or mineral reserves. The Company is not treating the historical estimate as current mineral resources or mineral reserves.

Dr. Quinton Hennigh, a Qualified Person as defined by NI 43-101 and the Company's chief executive officer, president and a director, has approved the technical contents of this material change report.

Item 5.2 **Disclosure of Restructuring Transactions**

Not applicable.

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

If this Report is being filed on a confidential basis in reliance on subsection 7.1(2) of National Instrument 51-102, state the reasons for such reliance.

Not applicable.

Item 7. **Omitted Information**

Not applicable

Item 8. **Executive Officer**

Herrick Lau, Chief Financial Officer
Telephone: 604 688 9588

Item 9. **Date of Report**

August 20, 2015