

FORM 51-102F3

**Material Change Report
UNDER SECTION 7.1 OF NATIONAL INSTRUMENT 51-102**

1. **Name and Address of Company:**

NEW DESTINY MINING CORP.

Suite 200 – 551 Howe Street
Vancouver, BC
V6C 2C2

(the "Company")

2. **Date of Material Change:**

January 10, 2011

3. **News Release:**

A news release was disseminated on January 10, 2011 and was subsequently filed on SEDAR.

4. **Summary of Material Change:**

The Company has that it has completed its Initial Public Offering of 4,522,000 common shares.

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

The Company is pleased to announce that it has completed its Initial Public Offering of 4,522,000 common shares at a price of \$0.15 per common share (the "IPO") for gross proceeds of \$678,300.

Wolverton Securities Ltd. acted as agent on the Company's IPO (the "Agent"). As consideration for assisting in completing the IPO, the Company: (i) paid a 10% commission, comprised of \$48,330 and 130,000 common shares at \$0.15 per share; (ii) paid a corporate finance fee of \$25,000 by way of 50,000 shares at \$0.15 per share, with the balance in cash; and (iii) issued Agent's Warrants to acquire up to 361,760 common shares of the Company at a price of \$0.15 per share on or before the date that is 24 months from the date on which the common shares of the Company are listed for trading on the TSX Venture Exchange ("TSX-V"), of which 89,560 Agent's Warrants are subject to a hold period expiring May 8, 2011.

The Company currently has 9,457,000 common shares issued and outstanding.

The Company also announces that it has received approval of its application to list its common shares on the TSX-V. The Company's common shares will commence trading on the TSX-V on Tuesday, January 11, 2011 under the trading symbol "NED".

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

Not applicable.

7. **Omitted Information:**

Not applicable.

8. **Executive Officer:**

Bryce A. Clark, President, Chief Executive Officer and Director

Telephone: (604) 683-0343

9. **Date of Report:**

January 10, 2011