FORM 51-102F3

Material Change Report

ITEM 1. NAME AND ADDRESS OF COMPANY

Copper North Mining Corp. (the "Company")
1120 – 1095 West Pender Street
Vancouver, BC
V6E 2M6

ITEM 2. DATE OF MATERIAL CHANGE

December 8, 2015

ITEM 3. NEWS RELEASE

Issued after market close on December 8, 2015. The news release was disseminated by Canada Newswire.

ITEM 4. SUMMARY OF MATERIAL CHANGE

On December 8, 2015, the Company completed a portion of the non-brokered private placement announced on November 19, 2015 (the "Private Placement").

ITEM 5.1 FULL DESCRIPTION OF MATERIAL CHANGE

On December 8, 2015, the Company issued 5.55 million units (the "Units") at a price of $0.045 per Unit for aggregate gross proceeds of $249,750. Each Unit consists of one common share of the Company (a "Share") and one non-transferable warrant (a "Warrant"). Each Warrant entitles the holder to purchase one additional Share at a price of $0.05 until December 8, 2020.

All Shares, including any Shares issued upon exercise of Warrants are subject to a hold period and as such may not be traded until April 9, 2016.

The Company intends to use the proceeds from the Private Placement toward completion of an updated Preliminary Economic Assessment on the Carmacks Project, and working capital and general corporate purposes.

A copy of the Company's news release dated December 8, 2015 is enclosed herewith as Schedule "A".

ITEM 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

No information has been omitted on the basis that it is confidential information.

ITEM 8. EXECUTIVE OFFICER

Contact: Julien François, Chief Financial Officer
Telephone: (604) 638-2497

ITEM 9. DATE OF REPORT

DATED December 10, 2015

SCHEDULE "A"

See attached news release dated December 8, 2015

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NOT FOR DISSEMINATION IN THE UNITED STATES OR THROUGH U.S. NEWSWIRES

December 8, 2015

COPPER NORTH ARRANGES FLOW-THROUGH FINANCING AND CLOSES PORTION OF UNIT FINANCING

Vancouver, British Columbia – Copper North Mining Corp. ("Copper North" or the "Company") (TSX.V:COL) announces that its plans to raise up to $500,000 in flow-through funds by way of a non-brokered private placement (the "Flow-through Placement") and the completion of the first portion of the private placement announced on November 19, 2015 (the "Private Placement").

The Flow-through Placement will consist of the sale of up to 10 million flow-through units (the "FT Units") at $0.05 per FT Unit. Each FT Unit will consist of one flow-through share of the Company and one half of one non-transferable warrant (each whole warrant, a "FT Warrant"). Each FT Warrant will entitle the holder to purchase one Share at a price of $0.075 for a period of 24 months from closing.

The Company intends to use the proceeds from the Flow-through Placement for exploration at the Carmacks Project and/or the Thor property.

On December 8, 2015, the Company issued 5.55 million units (the "Units") at a price of $0.045 per Unit for aggregate gross proceeds of $249,750. Each Unit consists of one common share of the Company (a "Share") and one non-transferable warrant (a "Warrant"). Each Warrant entitles the holder to purchase one additional Share at a price of $0.05 until December 8, 2020.

All Shares, including any Shares issued upon exercise of Warrants are subject to a hold period and as such may not be traded until April 9, 2016.

The Company intends to use the proceeds from the Private Placement toward completion of an updated Preliminary Economic Assessment on the Carmacks Project, and working capital and general corporate purposes.

Both the Flow-through Placement and the Private Placements noted above (together, the "Placements") are subject to TSX Venture Exchange approval and all securities will be subject to a four month hold period.

This news release does not constitute an offer to sell or a solicitation of an offer to sell any of the securities in the United States. The securities have not been and will not be registered under the United States Securities Act of 1933, as amended (the "U.S. Securities Act") or any state securities laws and may not be offered or sold within the United States unless registered under the U.S. Securities Act and applicable securities laws or an exemption from such registration is available.

On behalf of the Board of Directors:

Dr. Harlan Meade
President, CEO and Director

For Further Information
Dr. Harlan Meade
President and Chief Executive Officer

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Email: info@coppernorthmining.com
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About Copper North

Copper North is a Canadian mineral exploration and development company. Copper North's assets include the Carmacks Project located in the Yukon, the Redstone property located in the Northwest Territories, and the Thor property in British Columbia. Copper North trades on the TSX Venture Exchange under the symbol COL.

This news release includes certain forward-looking information or forward-looking statements for the purposes of applicable securities laws. These statements include, among others, statements with respect to the completion of any part of the proposed Placements; the price of securities issued pursuant to the Placements; use of proceeds from the Placements; and proposed exploration and development activities and their timing. These statements address future events and conditions and, as such, involve known and unknown risks, uncertainties and other factors, which may cause the actual results, performance or achievements to differ materially from those anticipated in such statements. Important factors that could cause actual results to differ materially from the Company's expectations include, among others, the timeliness and success of regulatory approvals, the timing and success of future exploration and development activities, exploration and development risks, market prices, exploitation and exploration results, availability of capital and financing, general economic, market or business conditions, uninsured risks, regulatory changes, defects in title, availability of personnel, materials and equipment, unanticipated environmental impacts on operations and other exploration risks detailed herein and from time to time in the filings made by the Company with securities regulators. In making the forward-looking statements, the Company has applied several material assumptions including, but not limited to, the assumptions that the Placements will receive regulatory approval and will proceed as planned, the proposed exploration and development of the mineral projects will proceed as planned, market fundamentals will result in sustained metals and mineral prices, and any additional financing needed will be available on reasonable terms. The Company expressly disclaims any intention or obligation to update or revise any forward-looking statements whether as a result of new information, future events or otherwise except as otherwise required by applicable securities legislation.

Neither the TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.