

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

**Item 1            Name and Address of Company**

Norsemont Capital Inc. (the “**Company**”)  
Suite 610, 700 West Pender Street  
Vancouver, BC Canada V6C 1G8

**Item 2            Date of Material Change**

September 16, 2016

**Item 3            News Release**

The news release attached hereto as Schedule “A” announcing the material change described herein was disseminated through the news dissemination services of Stockwatch and Baystreet on September 16, 2016.

**Item 4            Summary of Material Change**

The Company announced it had closed the initial tranche of a non-brokered private placement (the “**First Tranche**”), issuing a total of 1,477,500 units priced at \$0.20 per unit for gross proceeds of \$295,500. Each unit consisted of one (1) common share and one-half (1/2) common share purchase warrant, whereby each full warrant entitles the holder to purchase one additional common share of the Company for a period of 24 months from closing at an exercise price of \$0.30 per share. The proceeds from the First Tranche will be used for corporate and general working capital purposes.

**Item 5            Full Description of Material Change**

**5.1                Full Description of Material Change**

Please see the news release attached as Schedule “A” for a full description of the material change.

**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**

Sheri Rempel, Director  
Telephone: (604) 669-9788

**Item 9            Date of Report**

September 19, 2016

## SCHEDULE "A"

**NORSEMONT CAPITAL INC.**  
Suite 610, 700 West Pender Street  
Vancouver, BC Canada V6C 1G8

### **NORSEMONT CAPITAL CLOSSES FIRST TRANCHE OF PRIVATE PLACEMENT**

September 16, 2016

CSE: NOM

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**Vancouver, B.C., September 16, 2016** – Norsemont Capital Inc. (CSE: NOM) (the “**Company**” or “**Norsemont**”) is pleased to announce that it has closed the initial tranche of a non-brokered private placement (the “**First Tranche**”), issuing a total of 1,477,500 units priced at \$0.20 per unit for gross proceeds of \$295,500. Each unit consisted of one (1) common share and one-half (1/2) common share purchase warrant, whereby each full warrant entitles the holder to purchase one additional common share of the Company for a period of 24 months from closing at an exercise price of \$0.30 per share.

The proceeds from the First Tranche will be used for corporate and general working capital purposes.

The securities distributed under the First Tranche are subject to a statutory hold period of four months plus one day from the date of issuance.

A director of the Company participated in the First Tranche by purchasing an aggregate of 477,500 units. Accordingly, the First Tranche constituted to that extent a related party transaction as defined under Multilateral Instrument 61-101 – *Protection of Minority Security Holders in Special Transactions* (“**MI 61-101**”). The transaction is exempt from the formal valuation and minority shareholder approval requirements of MI 61-101, as neither the fair market value of any shares issued to, nor the consideration paid by such persons, exceeded 25% of the Company's market capitalization. Further, neither the Company nor the related party has knowledge of any material information concerning the Company or its securities that has not been generally disclosed.

On behalf of the Board of Directors,

#### **NORSEMONT CAPITAL INC.**

Sheri Rempel  
Director

For more information, please contact the Company at:

Telephone: (604) 669-9788

Facsimile: (604) 669-9768

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

*No stock exchange, securities commission or other regulatory authority has approved or disapproved the information contained herein. We seek Safe Harbor.*