

FORM 51-102F3

MATERIAL CHANGE REPORT

1. Name and Address of Company

55 North Mining Inc.
401 Bay Street, Suite 2702
Toronto, ON M5H 2Y4

2. Date of Material Change

August 17, 2018.

3. News Release

News release was disseminated through Nasdaq/GlobeNewswire on August 17, 2018.

4. Summary of Material Change

The material change is fully described in the Company's press release which is attached as Schedule "A" and is incorporated herein.

5. Full Description of Material Change

A full description of the material change is contained under Item 4.

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

This Report is not being filed on a confidential basis in reliance on subsection 7.1(2) of National Instrument 51-102.

7. Omitted Information

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

8. Executive Officer

Bruce Reid, the CEO and a director of 55 North Mining Inc., formerly SGX Resources Inc., is knowledgeable about this material change report and may be contacted at 647-500-4495 or br@carlislegold.com.

9. Date of Report

August 20, 2018.

Schedule "A"

55 North Mining Inc. Private Placement Extension

THIS NEWS RELEASE IS NOT INTENDED FOR DISSEMINATION IN THE UNITED STATES OR DISTRIBUTION TO U.S. NEWSWIRE SERVICES

Toronto, Ontario – August 17, 2018 – 55 North Mining Inc. (TSXV:FFF) ("55 North" or the "Company") (formerly named SGX Resources Inc.) announces that further to its news release on July 4, 2018, it intends to seek approval from the TSX Venture Exchange to extend the deadline for filing final documentation for its non-brokered private placement for 30 days. The Company closed the first tranche of this private placement offering on July 4, 2018 for gross proceeds of \$222,000 by the issuance of 3.7 million Units at a price of \$0.06 per Unit.

Each Unit is comprised of one flow-through common share and one non-flow-through purchase warrant ("**Warrant**") entitling the holder to acquire one additional common share at a price of \$0.07 per share for 24 months.

The proceeds from the private placement will be used to advance the Company's Canadian mining projects, and for general working capital purposes.

All of the securities issued in connection with the private placement offering are subject to a hold period expiring four months and one day after date of issuance.

FOR FURTHER INFORMATION, PLEASE CONTACT:

Mr. Bruce Reid

Chief Executive Officer, Director
55 North Mining Inc.
br@bunkerhillmining.com

or

Ms. Jennifer Boyle

Director
55 North Mining Inc.
jennifer@capexgroupinc.com
416-904-2714

The TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) does not accept responsibility for the adequacy or accuracy of this release.

CAUTION REGARDING FORWARD-LOOKING INFORMATION

This news release of 55 North contains statements that constitute "forward-looking statements." Such forward-looking statements involve known and unknown risks, uncertainties and other factors that may cause the Company's actual results, performance or achievements, or developments in the industry to differ materially from the anticipated results, performance or achievements expressed or implied by such forward-looking statements.