

FORM 51-102F3

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

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

SIXTY NORTH GOLD MINING LTD.

Suite 280 – 1090 W. Georgia Street
Vancouver, British Columbia
V6E 3V7

(the "Company")

2. **Date of Material Change:**

April 18, 2018

3. **News Release:**

A news release was disseminated on April 18, 2018 and was subsequently filed on SEDAR.

4. **Summary of Material Change:**

The Company announced that it has completed its Initial Public Offering of 8,500,000 Units at an offering price of \$0.15 per Unit. Each Unit consisting of one (1) common share and one-half (1/2) of a transferable share purchase warrant for gross proceeds of \$1,275,000.

The Company's common shares are listed on the Canadian Securities Exchange ("CSE") and will begin trading on the CSE under the symbol "SXTY" on Thursday, April 19, 2018.

For more information, please refer to the Company's Prospectus dated January 19, 2018 available on SEDAR (www.sedar.com), under the Company's profile.

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

See attached News Release

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

Not applicable.

7. **Omitted Information:**

Not applicable.

8. **Executive Officer:**

Ronald Handford, Chief Executive Officer and Director

Telephone: (604)

9. **Date of Report:**

April 18, 2018

*Not for distribution to United States newswire services or for
dissemination in the United States.*

SIXTY NORTH GOLD MINING LTD.

SUITE 280 – 1090 W. GEORGIA STREET
VANCOUVER, B.C.
V6E 3V7

NEWS RELEASE COMPLETION OF INITIAL PUBLIC OFFERING AND LISTING ON THE CSE

Vancouver, British Columbia, April 18, 2018 – Sixty North Gold Mining Ltd. (the “**Company**”) (CSE: “**SXTY.CNX**”) is pleased to announce that it has completed its Initial Public Offering (the “**IPO**”) of 8,500,000 units (the “**Units**”) at a price of \$0.15 per Unit, each Unit consisting of one (1) common share and one-half (1/2) of a share purchase warrant (the “**Warrants**”) for gross proceeds of \$1,275,000. Each whole Warrant will entitle the holders to purchase one (1) additional common share at a price of \$0.25 per share until April 18, 2020. The Company wishes to clarify that the Warrants are transferable. Mackie Research Capital Corp. (the “**Agent**”) has been paid a cash commission equal to 8.0% of the gross proceeds from the sale of the Units pursuant to the IPO, together with a cash corporate finance fee. Additionally, the Company has granted compensation warrants to the Agent entitling it to purchase up to 680,000 common shares at an exercise price of \$0.15 per common share, exercisable on or before April 18, 2020. The Company currently has 45,203,333 common shares issued and outstanding.

The Company’s common shares are listed on the Canadian Securities Exchange (“**CSE**”) and will begin trading on the CSE under the symbol “**SXTY**” on Thursday, April 19, 2018.

About the Company

The Company is engaged in acquisition, exploration and development of mineral properties. Its principal exploration target is the exploration for gold on the Mon Gold Property, 40 km north of Yellowknife, NWT. The Mon Gold Property consists of 11 contiguous mining leases and 2 mineral claims, comprising an aggregate 1,221.24 acres, located in the South MacKenzie Mining District, NWT. For more information, please refer to the Company’s Prospectus dated January 19, 2018 available on SEDAR (www.sedar.com), under the Company’s profile.

ON BEHALF OF THE BOARD OF DIRECTORS

s/ “Ronald Handford”

Ronald Handford,
Chief Executive Officer and Director

*The offered 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 applicable state securities laws and may not be offered or sold in the United States or to “U.S. persons”, as such term is defined in Regulation S under the U.S. Securities Act, absent such registration or an applicable exemption from such registration requirements. This news release shall not constitute an offer to sell or the solicitation of an offer to buy the offered securities in any jurisdiction.*

THE CANADIAN SECURITIES EXCHANGE HAS NOT APPROVED
NOR DISAPPROVED THE CONTENT OF THIS PRESS RELEASE.