

# FORM 51-102F3

## MATERIAL CHANGE REPORT

**Item 1 Name and Address of Company**

**Northstar Gold Corp.**  
P.O. Box 2529 – 17 Wellington Street North  
New Liskeard  
Ontario P0J 1P0

**Item 2 Date of Material Change**

September 13, 2021

**Item 3 New Releases**

On September 13, 2021, a News Release was disseminated by Newsfile Corp. in respect of the material change.

**Item 4 Summary of Material Change**

Northstar Engages Boart Longyear for Miller Gold Drill Program and Closes Private Placement.

**Item 5 Full Description of Material Change**

For a full description of the material change, see the attached News Release.

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

Confidentiality is not requested.

**Item 7 Omitted Information**

No information has been omitted in respect of the material change.

**Item 8 Executive Officer**

Mr. Brian P. Fowler, P. Geo.  
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**Item 9 Date of Report**

September 13, 2021



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**For Immediate Release**

## **NORTHSTAR ENGAGES BOART LONGYEAR FOR MILLER GOLD DRILL PROGRAM AND CLOSES PRIVATE PLACEMENT**

Vancouver, B.C., September 13, 2021. **Northstar Gold Corp.** (CSE:NSG; 3WV:FSV) (“**Northstar**” or the “**Company**”), announces the Company has engaged Boart Longyear Canada to conduct a 2,400 metre Phase IIB diamond drill program on the Company’s 100% owned Miller Gold Property, situated 18 km southeast of Kirkland Lake and Kirkland Lake Gold’s Macassa SMC gold mine.

Drilling is scheduled to commence in late September, with a focus on step outs from the Phase IIA Allied Gold Zone high-grade gold-telluride intercepts (117 metres of 6.6 g/t Au in drill hole MG20-56) and No. 1 Vein historic resource estimate confirmatory and step-out holes on the recently acquired and adjacent Searles Property. Drilling to date along the Allied Deformation Zone (or **ADZ**) has defined a broad alkaline intrusive related gold system measuring >1.8 km in strike and 600 m wide, with numerous near-surface 1 gram+ gold intercepts measuring 100 metres or more in drill core in the vicinity of the Allied Syenite.

### ***Miller Gold Surface Exploration Program***

Owing to excellent progress and broad, new surface mineralization discoveries, the on-going excavator assisted overburden stripping, bedrock washing, mapping and sampling program has been intensified. New silicified / oxidized sulphide exposures uncovered in 5 areas proximal to the Allied Syenite and within the Allied Deformation Zone is indicative that the alkaline intrusion related gold system is much larger than initially thought. Channel sampling is ongoing and more than 250 samples have been submitted to ALS Geochemistry, a subsidiary of ALS Global for analysis, with a number on a rush basis. Results will bear upon Phase IIB drill hole targeting.

### ***Northstar closes Private Placement***

**Northstar Gold Corp.** also announces the Company has closed its second and final tranche of its previously announced \$2.5 million non-brokered private placement of units (“Units”) for gross proceeds of CDN\$104,000. (the “**Offering**”). A total of \$1,676,220 was raised in both tranches.

The final tranche was comprised of 64,516 flow through units (“**Flow Through Units**”), for a total of \$20,000 and 300,000 non-flow through units, totalling \$84,000 (the “**Non-Flow Through Units**”). The Flow Through Units were priced at \$0.31 and comprised of one flow through common share and one-half of one non-flow through share purchase warrant. Each full warrant is exercisable for one non-flow through common at an exercise price of \$0.42 for a period of 24 months. The Non-Flow

Through Units were priced at \$0.28 and were comprised of one common share and one-half of one share purchase warrant. Each full purchase warrant is exercisable into common shares at a price of \$0.42 for a period of 24 months.

The Company paid a total of \$5,140 in finders fees associated with the Offering, issued 18,000 finder warrants with exercise prices of \$0.28 expiring 24 months from the closing date of the Offering. The Company previously issued 150,000 common shares to Canaccord Genuity Corp. who assisted the Company as a financial advisor in connection with the Offering. All securities issued under the Offering are subject to a statutory four month hold period.

The gross proceeds from the sale of the Flow-Through Shares will be used to incur eligible Canadian Exploration Expenses ("CEE") at the Company's 100%-owned flag-ship Miller Gold Property and recently acquired Searles Property, situated 18km southeast of Kirkland Lake, Ontario, and the Company's Bryce Gold Property, situated 35 km to the southwest. The Company will renounce CEE effective on or before December 31, 2022. The proceeds raised from the Non-Flow Through Component will also be used for exploration work on the Miller Gold Property, the recently acquired Searles Property and general working capital.

### ***Phase IIA Miller Drill Program Assay Delays Continue***

Northstar continues to wait for final drill hole assay certificates from 7 of 8 holes diamond drilled on the Miller Gold Property during the period March 15<sup>th</sup> – April 27<sup>th</sup>, 2021. The Company has been in close contact with the assay laboratory, who continue to experience significant analytical issues and delays owing primarily to staffing and QA/QC problems.

Northstar has been repeatedly assured by the laboratory that all that can be done is being done to provide certified analyses for remaining Phase IIA drillholes as soon as possible. A number of target dates have come and gone and the Company does not know when these issues will be resolved. Northstar will engage another accredited assay laboratory to complete Phase IIA drill core analysis if certified assay results are not received in the very near term. The Company appreciates shareholder patience in this regard.

Northstar drilled 1,990 metres (8 holes) in the Phase IIA program following up the 2020 near-surface bulk-tonnage Allied Syenite Gold Zone discovery (2 holes), near-surface confirmation drilling of the historic gold-telluride No. 1 Vein (2 holes) and 4 holes targeting geophysical and machine learning anomalies. Mineralized intercepts were obtained in all 8 Phase IIA drill holes.

### ***Northstar Announces Grant of Stock Options***

Northstar also announces the Company has granted an aggregate of 800,000 stock options to certain directors, officers, employees and consultants of the Corporation, at an exercise price of \$0.30. The stock options are subject to the Company's stock option plan and 1/3 of the stock options shall vest immediately, subject to a statutory four month hold period, and the remainder in two additional and equal allotments one and two years after the date of grant.

### ***About the Miller Gold Property***

The Company's flagship property is the 100% owned Miller Gold Property, situated 18 km southeast of Kirkland Lake and Kirkland Lake Gold's Macassa SMC gold mine. Northstar drilled 5,023 metres in 28 holes at Miller in 2020, targeting near-surface high-grade and bulk-tonnage gold-telluride mineralization at Miller. Four new high-grade vein structures (Vein 1, 2, 3 and 4) (**86.6 g/t Au / 0.5 metres and 18.0 g/t Au / 3.9 m; incl. 100.0 g/t Au / 0.6m**) and the bulk-tonnage Allied Gold Zone (**1.4 g/t Au over 118.5m and 1.2 g/t Au over 107.3m**) were expanded / discovered and 3D modeled. Northstar also commissioned a \$350,000 property-wide 3D IP, gravity and magnetic geophysics program on the Miller Gold Property in 2020 to further define gold mineralization controls at depth.

During the period March 15th – April 27th, 2021, Northstar drilled 1,990 metres (8 holes) in a Phase IIA program following up the 2020 near-surface bulk-tonnage Allied Syenite Gold Zone discovery (2 holes), near-surface confirmation drilling of the historic gold-telluride No. 1 Vein (2 holes) and 4 holes targeting geophysical and machine learning anomalies. Mineralized intercepts were obtained in all 8 Phase IIA drill holes.

On May 27th, 2021 Northstar announced partial results from drill hole MG21-56 in the Allied Syenite Gold Zone that included **6.6 g/t Au over 117m** between 14m and 131m encompassing the Veins 1 – 4 zones, including **175 g/t Au over 0.6m** between 14m and 14.6m, **24.9 g/t Au over 1.5m** between 43m and 44.5m, and **1,170 g/t Au over 0.5m** between 69.5m and 70m depth in drill hole MG21-56 within the Allied Syenite. Northstar continues to experience significant assay lab reporting issues and delays that the Company hopes will be resolved in the very near term. All additional Phase IIA drill results that will be reported when available.

On July 27<sup>th</sup>, 2021 Northstar commenced an excavator-assisted surface stripping, bedrock washing, mapping and channel sampling program, targeting near-surface gold mineralization on the Miller Gold Property, primarily within the highly prospective Allied Syenite Deformation Zone. This work is on-going and expected to be completed by the end of September.

### ***Qualified Person***

Trevor Boyd, PhD, P.Geo., a 'Qualified Person' (Q.P.) as defined under Canadian National Instrument NI 43-101, has reviewed technical aspects of this news release.

### ***About Northstar Gold Corp***

Northstar's flagship property is the 100% owned Miller Gold Property, situated 18 km southeast of Kirkland Lake and Kirkland Lake Gold's Macassa SMC gold mine. The Kirkland District is being explored by numerous junior gold companies and subject to recent consolidation efforts by major companies active in the District. Northstar spent \$2 million in exploration at Miller in 2020, resulting in the expansion / discovery of four new high-grade vein structures (Vein 1, 2, 3 and 4) and the near-surface bulk-tonnage Allied Gold Zone. Northstar recently completed a 1,990 metre Phase IIA follow up diamond drill program at Miller on April 27<sup>th</sup>, 2021. The Company is currently awaiting assay results in preparation for a follow-up Phase IIB drill program scheduled to commence in late summer of 2021.

Northstar has 3 additional 100%-owned exploration projects in northern Ontario, including the recently acquired 1,200 ha Rosegrove Property situated 0.5 km from the Miller Gold Property, the 4,500 ha Bryce Property, an intrusive-gold / PME VMS project located along the projected east

extension of the Ridout Break, and the recently expanded Temagami-Milestone Cu-Ni-Co Property located in Strathcona Township. Northstar is advancing all 3 properties to the NI 43-101 Technical Report stage to maximize geological understanding, increase investor awareness and optimize monetization opportunities.

**On behalf of the Board of Directors,**

Mr. Brian P. Fowler, P.Geo.  
President, CEO and Director  
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***Cautionary Note Regarding Forward-Looking Statements***

*This news release contains certain forward looking statements which involve known and unknown risks, delays, and uncertainties not under the control of Northstar Goldcorp. which may cause actual results, performance or achievements of Northstar Gold Corp to be materially different from the results, performance or expectation implied by these forward looking statements. By their nature, forward looking statements involve risk and uncertainties because they relate to events and depend on factors that will or may occur in the future. Actual results may vary depending upon exploration activities, industry production, commodity demand and pricing, currency exchange rates, and, but not limited to, general economic factors.*