

Form 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Reporting Issuer

Northern Superior Resources Inc.
1351C Kelly Lake Road, Unit 7
Sudbury, Ontario, Canada
P3E 5P5

Item 2. Date of Material Change

November 20, 2012

Item 3. News Release

A news release regarding the material change was issued on November 20, 2012

Item 4. Summary of Material Changes

The issuer reports drilling results from Croteau Est exploration property.

Item 5. Full Description of Material Change

See press release attached as Schedule "A" hereto

Item 6. Reliance on subsection 7.1(2) and (3) of National Instrument 51-102

N/A

Item 7. Omitted Information

None.

Item 8. Executive Officer

The following senior officer of Northern Superior Resources Inc. is knowledgeable about the material change and may be contacted by any of the Securities Commissions in respect to the change:

Thomas F. Morris
President and CEO
Tel: (705) 525-0992

Item 9. Date of Report

November 21, 2012

Schedule "A"



NORTHERN SUPERIOR RESOURCES INC.

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NEWS RELEASE - For Immediate Release

Northern Superior Intersects 75.44 g/t Gold Over 4.80 m and Expands the Croteau Est Gold Discovery, Québec

Sudbury, Ontario (November 20, 2012) Northern Superior Resources Inc. ("Northern Superior" or the "Company") continues to intersect high grade gold mineralization in the Company's 19-hole, 8,022 m Fall-2012 Croteau Est diamond drill program. Assay results from these seven holes have extended the drilled portion of the four gold mineralized zones (Marco, Dede, Zone B and Zone C) a further 150 m to the east. Previously the Company reported on gold assay results from the first five drill holes of the program (see press release, November 8, 2012). With the release of these seven holes (Figure 1), the total strike length of known gold mineralization within the alteration corridor is now 650 m in length and remains open to the east, west, and at depth.

Table 1 lists the new assay highlights. Note that the high grade gold zone (75.44 g/t Au over 4.80 m) intersected in CRO12-046 between 241.20m and 246.00m is present within a much broader zone of mineralization that is characterized by several anomalous gold intervals (see Table 1) between 241.20m and 315.00m.

In addition to the 7-holes reported in this press release, the Company has completed 7 additional holes (Figure 1) that have intersected similar rock types, quartz veining, alteration assemblages, sulfides and visible gold (CRO12-049) up to 150 m further east of drill hole CRO12-48. The alteration corridor and associated gold mineralization remain open along strike in both directions and at depth.

Dr. T.F. Morris President and CEO commented: "What continues to build confidence in the Croteau Est story, is how well the mineralized zones continue to "hang together" over such a long strike length and even to depth. The 2012 Croteau Est fall drill program is now complete and the Company will report assay results for the last seven holes when they become available."

The Company's Qualified Persons ("QP") for the Croteau Est gold property are Michel LeBlanc, P.Geo. and Casey Hetman, P.Geo. As QP's, Mr. Hetman and Mr. LeBlanc have prepared or supervised the preparation of the scientific or technical information for this program and have verified the data disclosed in this press release. The Company has a rigorous QA/QC program in place to ensure best practices in sampling and analysis of drill core. All drill core is marked for

sampling and then split in half with a diamond saw blade. Samples are placed in sealed bags with security tags. All samples were assayed using a standard fire assay, 30 gram nominal aliquot weight with an AA finish. Over-limit samples were re-assayed with a gravimetric finish. Standards, blanks and duplicates are inserted every 25 samples. ALS Canada Ltd. performed the primary assaying with duplicates analyzed at AGAT Laboratories in Sudbury. ALS Canada Ltd. and AGAT Laboratories implement independent QA/QC protocols that include the insertion of certified blanks and standards as part of their routine analysis.

About Northern Superior Resources Inc.

Northern Superior is a well funded junior exploration company exploring for gold in the Superior Province of the Canadian Shield. The Company is currently focused on exploring its Croteau Est/Waconichi gold properties in Quebec. The Company has a number of 100% owned properties (see Company web site, www.nsuperior.com) in the Stull-Wunnumin and Chibougamau gold districts.

Northern Superior is a reporting issuer in British Columbia, Alberta, Ontario and Quebec, and trades on the TSX Venture Exchange under the symbol SUP. For further information contact:

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For Investors

Forward looking statements: This news release includes certain “forward-looking information” within the meaning of Canadian securities legislation and “forward-looking statements” within the meaning of the United States Private Securities Litigation Reform Act of 1995 (collectively, “forward looking statements”). Forward looking statements include predictions, projections and forecasts and are often, but not always, identified by the use of words such as “seek”, “anticipate”, “believe”, “plan”, “estimate”, “forecast”, “expect”, “potential”, “project”, “target”, “schedule”, “budget” and “intend” and statements that an event or result “may”, “will”, “should”, “could” or “might” occur or be achieved or other similar expressions and includes the negatives thereof. All statements other than statements of historical fact included in this release, including, without limitation, statements regarding potential mineralization, exploration results, interpretation of results, the timing and success of exploration activities generally, the timing and results of future resource estimates, and future plans and objectives of Northern Superior are forward-looking statements that involve various risks and uncertainties. There can be no assurance that such statements will prove to be accurate and actual results and future events could differ materially from those anticipated in such statements. Forward looking statements are based on a number of material factors and assumptions. Important factors that could cause actual results to differ materially from Northern Superior’s expectations include exploration risks, changes in project parameters as plans continue to be refined, results of future resources estimates, future metal prices, availability of capital and financing on acceptable terms, general economic, market

or business conditions, uninsured risks, regulatory changes, defects in title, availability of personnel, materials and equipment on a timely basis, accidents or equipment breakdowns, delays in receiving government approvals, unanticipated environmental impacts on operations and costs to remedy same, and other exploration or other risks detailed herein and from time to time in the filings made by the Company with securities regulators. Although the Company has attempted to identify important factors that could cause actual actions, events or results to differ from those described in forward looking statements, there may be other factors that cause such actions, events or results to differ materially from those anticipated. There can be no assurance that forward looking statements will prove to be accurate and accordingly readers are cautioned not to place undue reliance on forward looking statements.

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.

Figure 1: Location of all drillholes completed within the Croteau Est alteration corridor. The assay results reported in this press release are from holes with pink collar symbols. The holes with outstanding assay results are represented by green collar symbols, and are located to the east and south west of CRO12-48.

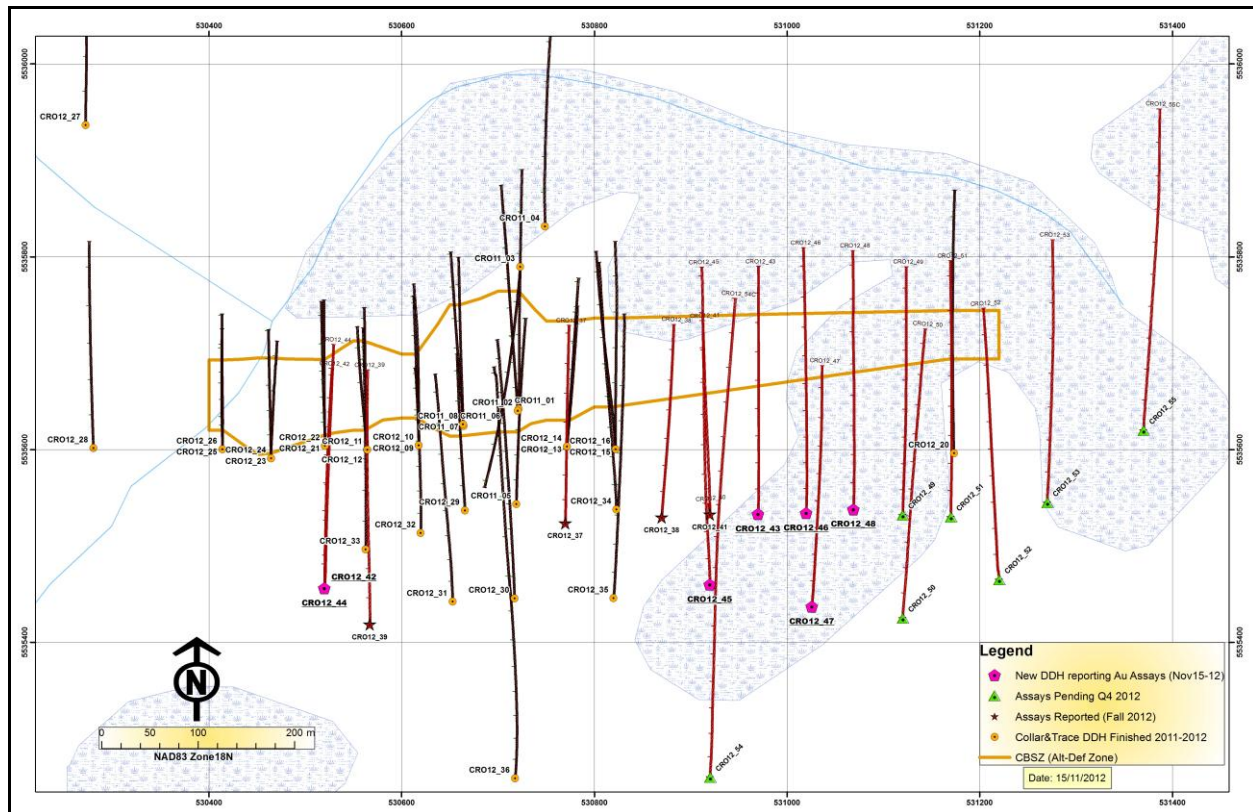


Table 1: Gold assay highlights from drill holes CRO12-42, CRO12-43, CRO12-44, CRO12-45, CRO12-46, CRO12-47 and CRO12-48.

Hole ID		Depth From (m)	Depth To (m)	Core Length (m)	Gold Composite weighted average (g/t)	High Grade Gold (>10 g/t) Sample Assays (g/t)
CRO12_42		276.45	278.20	1.75	8.71	
	<i>includes:</i>	276.45	277.00	0.55	7.68	
	<i>includes:</i>	277.00	277.56	0.56		18.2
		305.32	307.63	2.31	2.28	
		358.00	358.50	0.50	1.06	
		361.00	362.00	1.00	1.95	
CRO12_43		175.55	176.55	1.00	1.45	
		200.70	205.70	5.00	1.87	
		209.70	211.70	2.00	1.73	
		218.90	219.40	0.50	1.87	
		246.85	247.36	0.51	1.82	
		337.70	338.70	1.00	1.15	
CRO12_44		231.50	233.50	2.00	2.03	
		304.00	305.00	1.00	2.25	
CRO12_45		262.00	263.53	1.53	1.71	
		265.35	267.40	2.05	1.96	
		298.00	299.00	1.00	2.85	
		354.00	355.00	1.00	5.26	
		426.00	427.80	1.80	2.12	
	<i>includes:</i>	427.55	427.80	0.25	7.86	
CRO12_46		152.00	155.00	3.00	1.52	
		171.30	172.00	0.70	2.21	
		216.90	217.75	0.85	3.34	
		221.57	224.40	2.83	1.43	
		225.80	226.80	1.00	2.06	
		228.90	229.55	0.65	4.51	
		241.20	246.00	4.80		75.44
	<i>includes:</i>	241.20	242.00	0.80		439.00
	<i>includes:</i>	243.40	244.00	0.60	6.48	
		252.35	253.55	1.20	1.05	

		274.00	275.00	1.00	1.17		
		283.90	284.40	0.50		13.60	
		286.00	288.00	2.00	1.07		
		289.00	291.00	2.00	1.92		
		294.00	295.00	1.00	1.50		
		299.75	300.25	0.50	1.45		
		305.50	306.50	1.00	1.00		
		314.00	315.00	1.00	1.22		
		339.00	340.00	1.00	1.37		
		351.50	352.10	0.60	1.04		
CRO12_47		331.00	334.00	3.00	2.14		
		348.20	349.00	0.80	2.45		
CRO12_48		153.30	153.70	0.40	5.07		
		157.00	159.00	2.00	1.46		
		161.10	162.00	0.90	1.92		
		165.80	168.35	2.55	1.44		
		170.75	171.80	1.05	3.90		
		245.00	247.00	2.00	3.16		
		<i>includes:</i>	245.00	246.00	1.00	5.65	
			265.70	266.70	1.00	3.91	
			284.60	285.40	0.80	2.06	
			291.90	292.90	1.00	2.39	
		363.25	364.00	0.75	1.24		

Notes:

1. *Samples presented above include all assays >1g/t Au.*
2. *Grades presented over multiple samples, include intersections defined using a 0.5g/t Au cutoff.*
3. *Core lengths represent the length along drill core, and are not true widths.*
4. *Sample results presented above are uncapped.*