

MATERIAL CHANGE REPORT

FORM 51-102 F3 UNDER NATIONAL INSTRUMENT 51-102 CONTINUOUS DISCLOSURE OBLIGATIONS

1. **Reporting Issuer:**

Northern Superior Resources Inc.
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Sudbury, Ontario P3B 4J8

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2. **Date of Material Change:** January 23, 2012

3. **News Release:**

A news release regarding the material change was issued on January 23, 2012

4. **Summary of Material Change:**

The issuer reports gold intersection drill results at Rapson Bay mineral property in Ontario.

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

See press release attached as Schedule "A" hereto

6. **Reliance on Confidentiality Provision:**

N/A

7. **Omitted Information:**

None

8. **Senior 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:

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9. **Date of Report**

January 25, 2012

Northern Superior Resources Inc.

By: "Aris Morfopoulos"
Aris Morfopoulos
Chief Financial Officer

MATERIAL CHANGE REPORT
SCHEDULE "A"

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NEWS RELEASE - For Immediate Release

Northern Superior Resources Inc. Intersects 32.6g/t Gold over 1.0 m, Rapson Bay Gold Property, Northwestern Ontario

Sudbury, Ontario, January 23, 2012. Northern Superior Resources Inc. ("Northern" or the "Company") is pleased to announce that it has defined a potential 4 km fertile section of the Stull-Wunnumun fault in the Wynne Bay area of its 100% owned Rapson Bay gold property. All seven early exploration drill holes (1,850 m) contained intersections that returned positive assays for gold above background levels of 100ppb, including an intersection of **32.6 g/ t gold over 1.0 m** (WB-011-05C; see Table 1). A total of 32 different mineralized zones were intersected within a variety of volcanic and metasediments with lengths ranging from 0.5- 9.0 m clearly indicating the fertile nature of this target area. This program was completed with the cooperation and support of Sachigo Lake First Nation.

This area of interest occurs within a splay of a southwest fault associated with the highly prospective Stull-Wunnumun fault. This fault extends west-northwest from the Wynne Bay area to the Monument Bay gold deposit, 28 kilometers to the west-northwest of Wynne Bay (Figure 1). The Wynne Bay area has a history of gold exploration where multiple gold showings have been previously reported, including a historic outcrop sample of 1.65 ounces per ton. It is important to note that a northwest trending Wolf Bay shear zone also extends across the property to the Little Stull Lake gold deposit.

In addition to the diamond drilling, Northern Superior's 2011 exploration program in the Wynne Bay area included: a) an airborne geophysical survey (covered the whole property); b) glacial sediment sampling; c) prospecting; d) trenching; and e) ground geophysics. ***This work has identified multiple gold exploration targets that remain untested over a 4 km distance (see Figure 2).*** These targets are based on: a) the distribution and concentration of gold grains including a sample that returned **48 pristine grains**; b) a bedrock grab sample that **assayed 6.28g/t gold** from a highly altered metasediment (see red star, Figure 2); and c) multiple IP anomalies."

Dr. T.F. Morris, President and CEO of Northern Superior states: "The Rapson Bay gold property was staked to cover the confluence of two fertile structures associated with the Stull-Wunnumun fault and the Wolf Bay shear zone, which display similar structural characteristics and potential mineralization as the Destor-Porcupine or Cadillac-Larder faults. Northern Superior has had tremendous success thus far exploring along the Stull-Wunnumun fault with significant discoveries already made at its Ti-pa-haa-kaaning (TPK) and New Growth gold properties. This is the second exciting set of results we have released for the Rapson Bay property, following the newly discovered mineralized, sheared porphyry system reported just two weeks ago from the Shoal area of the property (see press release, January 11, 2012).

As we continue to explore this fault system on the Company's properties we expect additional discoveries."

Hole ID	Depth (m)	Length(m)	Gold (g/t)
WB-11-003C	78.00	1.50	1.000
WB-11-004C	20.40	0.94	1.175
WB-11-004C	68.10	3.00	3.240
WB-11-005C	96.20	1.00	32.600
WB-11-007C	274.30	1.50	1.481

Table 1. Assay results for all samples returning ≥ 1 g/t gold from the drill holes completed in the Wynne Bay area including the 32.6 g/t gold over 1 m assay. Note, a total of 36 different mineralized zones from intersections ranging from 0.5-9.0m were identified clearly indicating the fertile nature of this target area.

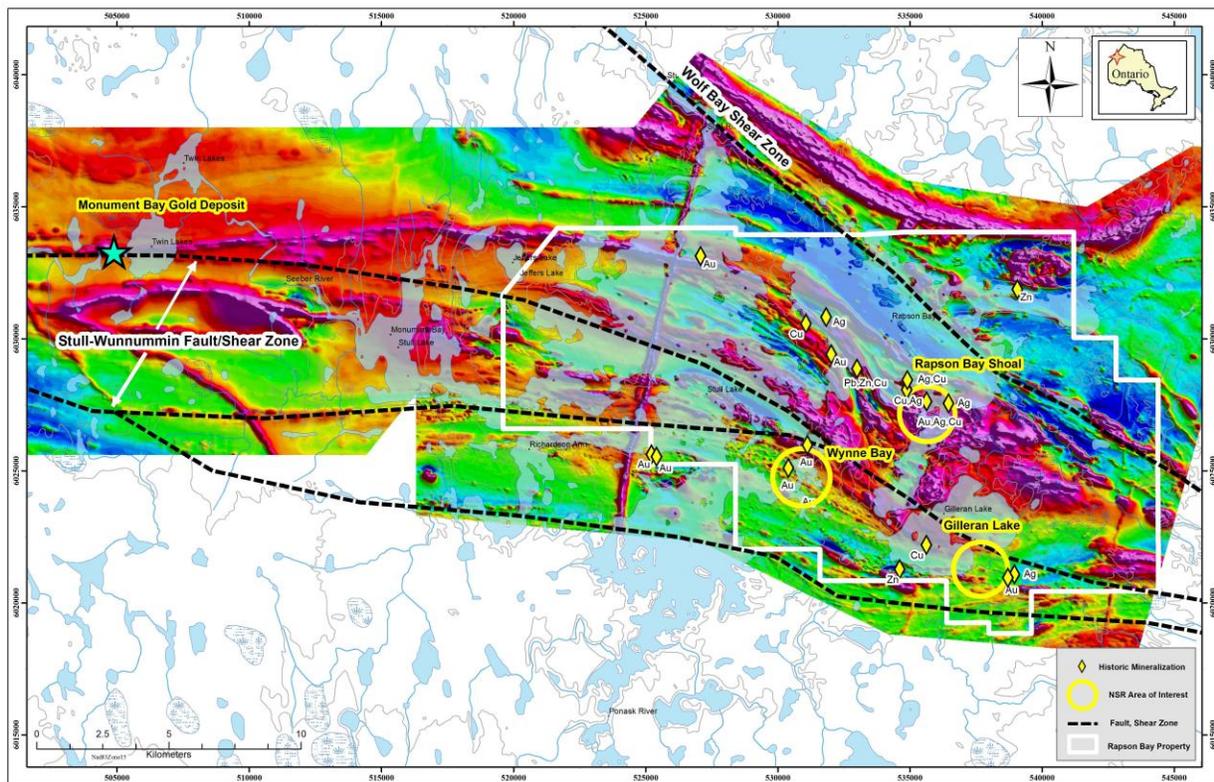


Figure 1. Location of the Wynne Bay area of interest, and the associated structures and key showings and other areas of interest on the Rapson Bay claim block.

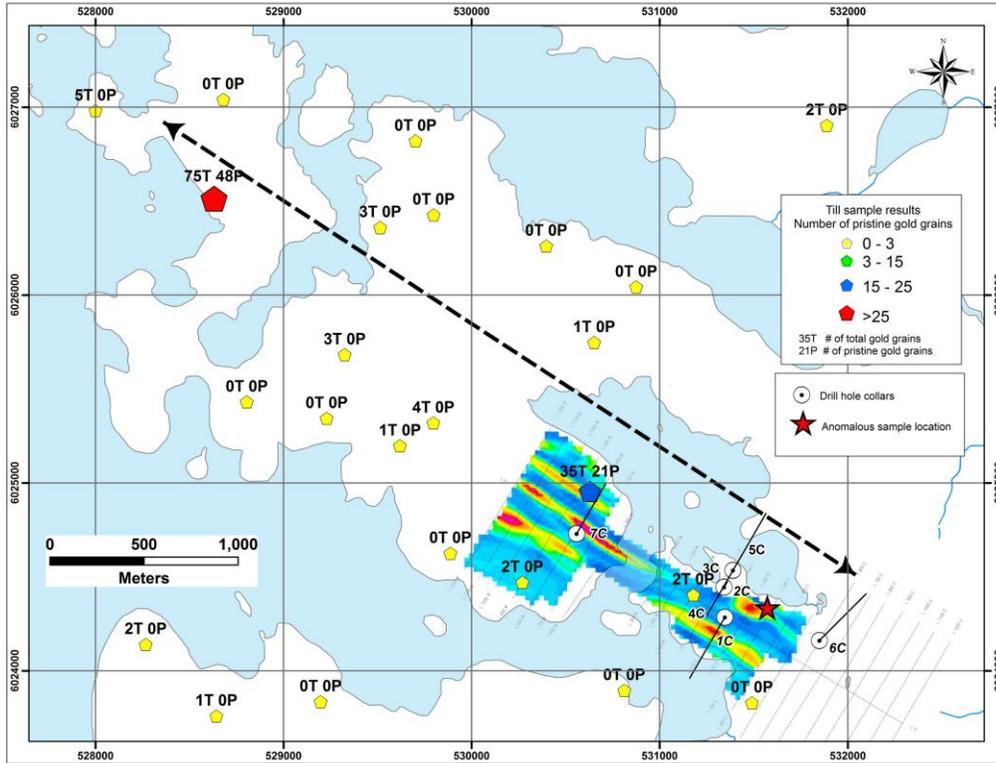


Figure 2. Location and distribution of diamond drill holes, overburden gold grain values, IP anomalies and the boulder that assayed 6.28 g/t gold (red star). The dotted black line outlines the zone of interest that contains a number of anomalies and structures that have yet to be drill tested.

There were no significant assay results returned from the single drill hole (GL-11-001C) completed in the Gilleran Lake area.

The Company's Qualified Person ("QP") for the Rapson Bay gold property is Casey Hetman M.Sc., P.Geo. As QP, Mr. Hetman has prepared or supervised the preparation of the scientific or technical information for this program and has verified the data disclosed in this press release.

About Northern Superior Resources Inc.

Northern Superior is a junior exploration company focused on exploring for gold and diamonds in the Superior Province of the Canadian Shield. The Company is actively exploring for gold within two important gold districts: the Stull-Wunnumun in Ontario and the Chibougamau in Quebec. The Company has a number of 100% owned properties (see Company web site, www.nsuperior.com) within these districts that were identified and developed from the Company's extensive geoscientific data base and from which additional gold exploration projects are being generated. The Company is currently seeking to option-out a number of these properties.

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.

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