Form 51–102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Auryn Resources Inc.
600 – 1199 West Hastings Street
Vancouver, BC, V6E 3T5
(the "Company" or "Auryn")

Item 2 Date of Material Change

June 30, 2015

Item 3 News Release

On June 30, 2015, the Company disseminated a news release via newswire services.

Item 4 Summary of Material Change

The Company entered into a letter agreement pursuant to which Auryn will acquire North Country 100% of the outstanding shares of North Country under a plan of arrangement.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

The Company entered into a letter agreement pursuant to which Auryn will acquire North Country under a plan of arrangement (the "Arrangement"). The consideration for 100% of the North Country shares which Auryn does not already own will be the issuance of approximately 13.8 million Auryn shares valued at approximately $20.4 million based on $1.48 per share volume weighted average price of Auryn shares on the TSXV for the 20-day period ending June 29, 2015. Under the proposed Arrangement, North Country shareholders will receive one Auryn share for each ten North Country common shares held at the time of completion of the Arrangement. The acquisition price represents a premium of 65.5% to the volume weighted average price of North Country shares on the TSX Venture Exchange for the 20-day period prior to June 30, 2015 and a 48% premium to the June 29, 2015 closing price of North Country (June 29, 2015 being the last trading day prior to announcement of the transaction).

The letter agreement requires that directors and officers of North Country (representing an aggregate of approximately 4.5% of the issued and outstanding North Country common shares) will enter into support agreements concurrently with execution of a definitive arrangement agreement to be entered into between Auryn and North Country within approximately 30 days. The support agreements will provide that these key shareholders will, amongst other things, support the transaction and vote their North Country shares in favour of the Arrangement.

The approximately 13.8 million Auryn shares to be issued will constitute approximately 30.7% of Auryn's outstanding shares after completion of the Arrangement. Auryn does not believe approval of its shareholders will be required in connection with the Arrangement but is confident that if such approval is required by the TSX Venture Exchange, it can be readily obtained.

North Country owns a 100% interest in the Committee Bay project located in Nunavut, Canada, subject to a 51% earn-in right held by Auryn (see the joint press release dated February 5, 2015). The Committee Bay project includes 66,160 hectares situated along the Committee Bay Greenstone Belt.

Pursuant to the letter agreement, North Country is subject to customary non-solicitation covenants and has agreed to pay a termination fee of $0.5 million to Auryn in the event it terminates the Agreement in favour of a superior offer or completes any alternative transaction within six months of termination for any reason. Auryn will make a credit facility of $1.0 million available to North County pending completion to ensure continued progress at Committee Bay during this period.

5.2 Disclosure for Restructuring Transactions

Not applicable.

Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51–102

Not applicable.

Item 7 Omitted Information

Not Applicable.

Item 8 Executive Officer

Peter Rees, Chief Financial Officer and Corporate Secretary
Tel. No. 778-729-0600

Item 9 Date of Report

July 8, 2015