

**FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1 Name and Address of Company

Renforth Resources Inc.
1099 Kingston Road, Suite 269
Pickering, Ontario
L1V 1B5

Item 2 Date of Material Change

August 31, 2020.

Item 3 News Release

A press release with respect to the material change described herein was issued on August 31, 2020 and subsequently filed on SEDAR.

Item 4 Summary of Material Change

Renforth Resources Inc. (“**Renforth**” or the “**Company**”) announced that the sale of New Alger is complete.

Item 5 Full Description of Material Change

See news release, a copy of which is attached hereto.

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

Nicole Brewster, President and CEO (416) 818-1393.

Item 9 Date of Report

September 2, 2020.



Suite 269 – 1099 Kingston Road
Pickering, ON L1V 1B5
www.renforthresources.com

August 31, 2020

For Immediate Release

CSE: RFR

Renforth Completes Sale of New Alger

Renforth Resources Inc. (CSE – RFR) (OTC US– RFHRF) (WKN - A2H9TN) (“Renforth” or the “Company”) is pleased to inform shareholders that the sale of New Alger is complete.

“The sale of New Alger further de-risks Renforth, giving the Company significant financial resources to deploy, it removes “financing risk” as a consideration going forward and eliminates dilution in the foreseeable future. We will now move to close the \$0.135 financing transaction with Radisson as previously press released, which will further increase the financial resources of Renforth” states Nicole Brewster, President and CEO of Renforth.

With this closing Renforth transfers 100% ownership of New Alger to Radisson and receives the following;

- 12 million shares of Radisson valued at \$0.355 per share when the deal was negotiated, for total consideration of \$4,260,000
- \$500,000 in cash
- a potential future payment of \$1,500,000 contingent upon either (a) a change of control in Radisson (b) the declaration of commercial production at New Alger or (c) the sale of New Alger for \$40 million or more.

And commences the following;

- \$3,240,000 in cash proceeds from the private placement of flow through shares issued at \$0.135 by Renforth, this portion of the transaction is expected to close by mid-September, once completed Radisson will hold 24 million shares of Renforth.

Upon completion of the private placement, with proceeds of the sale and existing funds on hand Renforth will move into the fall exploration season with more than \$8,600,000 in cash and securities.

Renforth is presently planning a Fall 2020 drill program at Parbec, expected to commence after Labour Day. Details of this program will be released in the near future.

Renforth is still awaiting laboratory results on the Surimeau project, those will be released as soon as possible, it is estimated receipt of the results is still approximately 2 weeks from today’s date.

Pursuant to the New Alger transaction, Renforth and Radisson have agreed that shares of each party will be subject to mutual lock-up restrictions. Neither party will sell securities of the other party for a period of 12 months after closing without the prior consent of the other party. After that time, any party wishing to sell will give the other party a period of time to facilitate transfers in the shares. These limitations will remain in place until the third anniversary of the closing date.

For further information please contact:

Renforth Resources Inc.
Nicole Brewster
President and Chief Executive Officer
T:416-818-1393
E: nicole@renforthresources.com

#269 – 1099 Kingston Road, Pickering ON L1V 1B5

ABOUT RENFORTH

Renforth Resources Inc. is a Toronto-based gold exploration company with six wholly owned surface gold bearing properties located in the Provinces of Quebec and Ontario, Canada.

In Quebec Renforth holds the Parbec Property in the Malartic gold camp, with gold present at surface and to some depth, located on the Cadillac Break, contiguous to the East Amphi portion of the Canadian Malartic Mine property. Parbec carries an open-pit constrained 43-101 resource with additional gold bearing structures, outside of the Cadillac Break on the property, outside of the current resource. Renforth also holds Malartic West, contiguous to the western boundary of the Canadian Malartic Mine Property, located in the Pontiac Sediments, this property is gold bearing and was the recent site of a copper discovery. Renforth has acquired the Surimeau property, also contiguous to Canadian Malartic and the southern border of the Malartic West property. Surimeau hosts polymetallic mineralization and represents the consolidation of four historic properties into one property for the first time. In addition to this Renforth has optioned the wholly owned Denain-Pershing gold bearing property, located near Louvicourt, Quebec, to O3 Mining Inc.

In Ontario, Renforth holds the Nixon-Bartleman surface gold occurrence west of Timmins, Ontario, drilled, channeled and sampled over 500m – this historic property also requires additional exploration to define the extent of the mineralization.

No securities regulatory authority has approved or disapproved of the contents of this news release.

Forward Looking Statements

This news release contains forward-looking statements and information under applicable securities laws. All statements, other than statements of historical fact, are forward looking. Forward-looking statements are frequently identified by such words as 'may', 'will', 'plan', 'expect', 'believe', 'anticipate', 'estimate', 'intend' and similar words referring to future events and results. Such statements and information are based on the current opinions and expectations of management. All forward-looking information is inherently uncertain and subject to a variety of assumptions, risks and uncertainties, including the speculative nature of mineral exploration and development, fluctuating commodity prices, the risks of obtaining necessary approvals, licenses and permits and the availability of financing, as described in more detail in the Company's securities filings available at www.sedar.com. Actual events or results may differ materially from those projected in the forward-looking statements and the reader is cautioned against placing undue reliance thereon. Forward-looking information speaks only as of the date on which it is provided and the Company assumes no obligation to revise or update these forward-looking statements except as required by applicable law.