

FORM 51-102F3

MATERIAL CHANGE REPORT
PURSUANT TO SECTION 7 OF NATIONAL INSTRUMENT 51-102

ITEM 1 **REPORTING ISSUER**
MUSGROVE MINERALS CORP.
2600-1066 Hastings Street
Vancouver, BC V6E 3X1

ITEM 2 **DATE OF MATERIAL CHANGE**

July 27, 2016

ITEM 3 **NEWS RELEASE**

News Release disseminated over news@baystreet.com and news@stockwatch.com on July 26, 2016 and filed on Sedar on July 29, 2016.

ITEM 4 **SUMMARY OF MATERIAL CHANGE**

Closing of Private Placement

ITEM 5 **FULL DESCRIPTION OF MATERIAL CHANGE**

MUSGROVE ANNOUNCES SECOND CLOSING OF PRIVATE PLACEMENT

Vancouver, BC – July 26, 2016 - Musgrove Minerals Corp. (“**Musgrove**”) (TSXV: MGS) announces that, further to its news release dated April 21, 2016, it has closed the second tranche of its non-brokered private placement (the “**Private Placement**”) and has raised a total of \$1,028,500 by the issuance of 8,228,000 units (the “**Units**”) at a price of \$0.125 per Unit.

Each Unit consists of one common share and one-half of one share purchase warrant (the “**Warrant**”). Each Warrant entitles the holder to purchase one additional common share at a price of \$0.25 per share for a period of two years expiring July 27, 2018. The Warrants are subject to an accelerated expiry if the 10 trailing-day volume weighted average price of the Musgrove shares on the TSX Venture Exchange (“**TSX-V**”) exceeds \$0.375, in which event the holder will be given notice that the Warrants will expire 30 days following the date of such notice. The Warrants will be exercisable by the holder during the 30- day period between the notice and the expiration of the Warrants.

The Private Placement represents the final tranche closing of the minimum financing required to complete the proposed amalgamation (the “**Amalgamation**”) between Musgrove and RewardStream Solutions Inc. (“**RewardStream**”). The proceeds will be used to provide interim financing to RewardStream, to pay transaction costs in relation to the Amalgamation, to fund the marketing efforts of the issuer following completion of the Amalgamation and for general corporate purposes.

Total funds raised by Musgrove and RewardStream in connection with financings completed since the announcement of the Amalgamation amount to \$2,128,500.

Securities issued in connection with the Private Placement will be subject to a hold period expiring November 28, 2016.

Finder’s fees of \$73,280 in cash were paid in connection with the Private Placement.
The Private Placement is subject to final TSX-V acceptance.

ITEM 6 **RELIANCE ON SUBSECTION 7.1(2) OR (3) OF NATIONAL INSTRUMENT 51-102**

N/A

ITEM 7 **OMITTED INFORMATION**

N/A

ITEM 8 **EXECUTIVE OFFICER**

Rana Vig, President & CEO, Tel: 604 633 2442

ITEM 9 **DATE OF REPORT**

Dated at Vancouver, B.C. this 2nd day of August, 2016.