

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Corazon Gold Corp. (the “**Company**”)
700 – 510 West Hastings Street
Vancouver, BC V6B 1L8

Item 2 Date of Material Change

June 25, 2015

Item 3 News Release

The news release was issued on June 25, 2014 by Market News and Stockwatch.

Item 4 Summary of Material Change

On June 25, 2015, the Company announced that it proposes to undertake a private placement to raise up to \$250,000 by the issuance of up to 1,315,789 units (“**Units**”) at a price of \$0.19 per Unit (the “**Offering**”). Each Unit consists of one common share and one-half of one common share purchase warrant. Each full warrant will be exercisable into one common share at a price of \$0.40 for a period of two years following the closing of the Offering.

Proceeds from the Offering will be used for general working capital.

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

See attached news release.

5.2 Disclosure for Restructuring Transactions

Not Applicable

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

Not Applicable

Item 7 Omitted Information

None

Item 8 Executive Officer

Bradley Scharfe, President and Chief Executive Officer, 778.386.1313

Item 9 Date of Report

June 29, 2015



News Release

CORAZON ANNOUNCES \$250,000 PRIVATE PLACEMENT

Vancouver, B.C. June 25, 2015 – Corazon Gold Corp. (CGW: TSX-V) (“**Corazon**”) announces that, subject to regulatory approval, it intends to complete a non-brokered private placement financing (the “**Offering**”) of up to \$250,000 by the issuance of up to 1,315,789 units (“**Units**”) at a price of \$0.19 per Unit. Each Unit consists of one common share and one-half of one common share purchase warrant. Each full warrant will be exercisable into one common share at a price of \$0.40 for a period of two years following the closing of the Offering.

The proceeds of the Offering will be used for general working capital. Finders' fees may be payable in connection with the Offering in accordance with the policies of the TSX Venture Exchange.

The Offering will be conducted under available exemptions from the prospectus requirements of applicable securities legislation and participation in the Offering will be available to existing shareholders in qualifying jurisdictions in Canada in accordance with the provisions of Multilateral CSA Notice 45-313 and BC Instrument 45-354 (the “**Existing Shareholder Exemption**”). Corazon has set June 25, 2015 as the record date for the purpose of determining shareholders entitled to participate in the Offering in reliance on the Existing Shareholder Exemption. Qualifying shareholders who wish to participate in the Offering should contact Corazon at the contact information set forth below. If the Offering is over subscribed for, units will be allocated pro-rata amongst all subscribers.

In addition to conducting the Offering pursuant to the Existing Shareholder Exemption, the Offering will also be conducted pursuant to other available prospectus exemptions, including sales to accredited investors and close personal friends and business associates of directors and officers of Corazon.

All securities will be subject to a four-month and one day hold period.

On behalf of the Board of Directors, Corazon Gold Corp.
Bradley Scharfe, President and CEO

Contact Information:

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President and CEO
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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 news release.