

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

July 17, 2015

Item 3 News Release

The news releases were issued on July 21, 2014 by Marketwired.

Item 4 Summary of Material Change

On July 17, 2015, the Company completed its private placement (the "**Offering**") pursuant to which it sold an aggregate of 1,316,000 units (each, a "Unit"), at a price of \$0.19 per Unit, for gross proceeds of \$250,040. Each Unit consists of one common share and one-half of one common share purchase warrant for a total of 658,000 warrants. Each full warrant is exercisable into one Share at a price of \$0.40 for a period of two years following the closing of the Offering. A cash finder's fee of \$14,919 and 78,520 warrants exercisable at \$0.19 per Share, expiring in one year, was paid on the Offering.

The proceeds of the Offering will be used for general working capital.

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

Item 5 Full Description of Material Change

5.1 Full Description of Material Change

See attached news releases.

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

July 22, 2015



TSX.V: CGW

News Release

CORAZON PROVIDES CORRECTION TO JULY 21, 2015 NEWS RELEASE

Vancouver, B.C. July 21, 2015 – Corazon Gold Corp. (CGW: TSX-V) (“**Corazon**” or the “Corporation”) announces a correction to its news release issued on July 21, 2015, entitled “Corazon Closes \$250,040 Private Placement.”

The original news release stated that pursuant to the private placement, Corazon has sold an aggregate of 1,316,000 shares at a price of \$0.19 per share, but should have read that Corazon has sold an aggregate of 1,316,000 units at a price of \$0.19 per unit.

All other details of the news release dated July 21, 2015 remain in effect.

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

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News Release

CORAZON CLOSES \$250,040 PRIVATE PLACEMENT

Vancouver, B.C. July 21, 2015 – Corazon Gold Corp. (CGW: TSX-V) (“**Corazon**” or the “Corporation”) announces that, further to its news release of June 25, 2015, it has closed a non-brokered private placement offering (the “**Offering**”) pursuant to which it has sold an aggregate of 1,316,000 common shares (each, a “Share”), at a price of \$0.19 per Share, for gross proceeds of \$250,040. Each Unit consists of one common share and one-half of one common share purchase warrant for a total of 658,000 warrants. Each full warrant is exercisable into one Share at a price of \$0.40 for a period of two years following the closing of the Offering. A cash finder’s fee of \$14,919 and 78,520 warrants exercisable at \$0.19 per Share, expiring in one year, was paid on the Offering.

The proceeds of the Offering will be used for general working capital.

All securities are 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

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