

51-102F3
MATERIAL CHANGE REPORT

Item 1 Name and Address of Company

Corazon Gold Corp. (the “**Company**”)
488 – 1090 West Georgia Street
Vancouver, BC V6E 4V2

Item 2 Date of Material Change

August 26, 2016

Item 3 News Release

The news release was issued on August 26, 2016 by Stockwatch and Market News.

Item 4 Summary of Material Change

On August 26, 2016, the Company announced that it has arranged a non-brokered, non flow-through private placement (the “**Financing**”) of up to 5,000,000 units (each, a “**Unit**”) at a price of \$0.20, for total proceeds of \$1,000,000. Each Unit will consist of one common share (each, a “**Share**”) and one-half of one warrant (each, a “**Warrant**”), with each whole Warrant entitling the holder thereof to purchase one additional Share at an exercise price of \$0.40 per Share for a period of two years from the closing. The Warrants will have an acceleration clause whereby if the Shares of the Company trade above \$0.60 for 10 consecutive days, then the warrant holder shall have 30 days to exercise their Warrant or it will expire.

The proceeds of the Financing will be used for general and administration expenses as well as working capital to identify a project for the Company. A finder’s fee may be payable on portions of the Financing.

The Financing is subject to the approval of the TSX Venture Exchange.

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, Chairman and Director, 778.386.1313

Item 9 Date of Report

September 14, 2016



TSX.V: CGW

News Release

CORAZON ARRANGES NON-BROKERED PRIVATE PLACEMENT OF UP TO \$1,000,000

Vancouver, B.C. Canada - August 26th, 2016 - Corazon Gold Corp. (CGW: TSX-V) (“**Corazon**” or the “**Company**”) is pleased to announce that it has arranged a non-brokered, non flow-through private placement (the “**Financing**”) of up to 5,000,000 units (each, a “**Unit**”) at a price of \$0.20, for total proceeds of \$1,000,000. Each Unit will consist of one common share (each, a “**Share**”) and one-half of one warrant (each, a “**Warrant**”), with each whole Warrant entitling the holder thereof to purchase one additional Share at an exercise price of \$0.40 per Share for a period of two years from the closing. The Warrants will have an acceleration clause whereby if the Shares of the Company trade above \$0.60 for 10 consecutive days, then the warrant holder shall have 30 days to exercise their Warrant or it will expire.

The proceeds of the Financing will be used for general and administration expenses as well as working capital to identify a project for the Company. A finder’s fee may be payable on portions of the Financing.

The Financing is subject to the approval of the TSX Venture Exchange.

On behalf Corazon Gold Corp.
Victor Goncalves, President and CEO

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