

Form 51-102F3
Material Change Report

Item 1 Name and Address of Company

Ready Set Gold Corp. (the “Company”)
Suite 810 – 789 West Pender Street
Vancouver, BC V6C 1H2

Item 2 Date of Material Change

June 14, 2021

Item 3 News Release

The news release was disseminated by Newsfile, filed on SEDAR and posted to the Company’s disclosure hall with the CSE on June 14, 2021.

Item 4 Summary of Material Change

On June 14, 2021, the Company announced that it has successfully negotiated the early repayment of a convertible debt owned to the Company by Dreamfields Brands Inc. The note had originally been issued by the Company’s predecessor company Omni Commerce Corp. in August of 2019 and remained as debt outstanding to the Company post change of business. The debt will be settled in six payments beginning in June 2021 and with the final payment being received in late October 2021.

In addition, the Company announced the appointment of Mr. Peter Simeon to the Board of Directors and the resignations of Messrs. Jason Jessup and John Veltheer from the Board of Directors.

Item 5 Full Description of Material Change

Item 5.1 Full Description of Material Change

Please see the attached news release dated June 14, 2021.

Item 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

Not applicable.

Item 8 Executive Officer

Christian Scovenna, Chief Executive Officer
Telephone: 416-453-4708

Item 9 Date of Report

June 14, 2021



Ready Set Gold Arranges Early Repayment of USD \$1.26 Million Due from Dreamfields Brands and Announces Peter Simeon to Board of Directors

Toronto, Ontario, June 14th, 2021 (NEWSFILE) - Ready Set Gold Corp. ("Ready Set Gold" or the "Company") (CSE: RDY | FSE: OMZ | USA: RDYFF) is pleased to announce that the Company has successfully negotiated the early repayment of a convertible debt owned to the Company by Dreamfields Brands Inc. The note had originally been issued by Ready Set Gold's predecessor company Omni Commerce Corp. in August of 2019 and remained as debt outstanding to the Company post change of business. The debt will be settled in 6 payments beginning in June 2021 and with the final payment being received in late October 2021.

In addition, Ready Set Gold is pleased to announce the appointment of Mr. Peter Simeon to the Board of Directors effective immediately. Mr. Simeon has over 18 years of experience as a lawyer focused on securities, corporate finance, and mergers and acquisitions. Since February 2015, he has been a partner at Gowling WLG (Canada) LLP and has extensive experience in corporate, commercial and securities law. Prior to 2015, he was a partner at a boutique corporate law firm in Toronto. Mr. Simeon has a Bachelor of Arts from Queen's University and a law degree from Osgoode Hall at York University. Mr. Simeon acts as an independent director for several publicly traded companies in Canada.

Mr. Simeon has been granted 200,000 incentive stock options for five years at a price of 25 cents. The options will be equally vested quarterly over one year from grant date. The stock options are subject to the acceptance of the Canadian Securities Exchange.

"We are very happy to have reached this agreement with Dreamfields Brands. The funds received will be applied to the exploration of our Ontario gold exploration projects and for working capital purposes. As per the nature of the transaction, this USD \$1.26 million funds will be for the benefit of our shareholders while being non dilutive to the capital structure. We thank the management of Dreamfields Brands for working with us closely to come to a mutually beneficial agreement," said Christian Scovenna, CEO & Board member of Ready Set Gold.

Ready Set Gold also announces the resignations of Jason Jessup and John Veltheer from the Board of Directors. The Company sincerely wishes to thank both John and Jason for their valuable contributions to advance the Company since its inception and wish them well in all their current and future ventures.

About Ready Set Gold Corporation

Ready Set Gold Corp. is a precious metals exploration company listed on the Canadian Securities Exchange under symbol RDY and the Boerse Frankfurt Exchange as OMZ. The Company has consolidated and now owns a 100% interest in the Northshore Gold Project, located in the Schreiber-Hemlo Greenstone Belt near Thunder Bay, Ontario which is prospective for gold and silver mineralization. The Company also owns a 100% interest in two separate claim blocks totaling 4,453 hectares known as the Hemlo Eastern Flanks Project. The Company also holds an option to acquire a 100% undivided interest in a continuous claim block totaling 1,634 hectares comprising the Emmons Peak Project located 50 km south of Dryden, Ontario that is near the Treasury Metals Goliath and Goldlund advanced gold development projects.

On Behalf of the Board of Directors,
READY SET GOLD Corporation
"Christian Scovenna"
Chief Executive Officer & Director
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CEO Direct Line: +1 (416) 453-4708

For further information please contact:

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Neither the Canadian Securities Exchange nor its Regulation Services Provider (as that term is defined in the policies of the CSE) accepts responsibility for the adequacy or accuracy of this release.

Forward-Looking Statements

This news release may contain certain "forward-looking statements". Forward-looking statements involve known and unknown risks, uncertainties, assumptions, and other factors that may cause the actual results, performance, or achievements of the Company to be materially different from any future results, performance or achievements expressed or implied by the forward-looking statements. Any forward-looking statement speaks only as of the date of this news release and, except as may be required by applicable securities laws, the Company disclaims any intent or obligation to update any forward-looking statement, whether as a result of new information, future events or results or otherwise.