

FORM 51-102F3

MATERIAL CHANGE REPORT

1. Name and Address of Company

Rheingold Exploration Corp.
128 Dunsmuir St.
Vancouver, BC V6B 1X7

2. Date of Material Change

February 25, 2015

3. News Release

The news release announcing the material change was disseminated on February 25, 2015, through Newsfile Corp. The news release was also filed with the British Columbia, Nova Scotia and Ontario Securities Commissions on SEDAR.

4. Summary of Material Change

Rheingold Exploration Corp. has received approval to list its common shares on the Canadian Securities Exchange (“CSE”), and has obtained approval to voluntarily delist its common shares from the TSX Venture Exchange (the “TSX-V”). The Company’s common shares will commence trading on the CSE effective February 26, 2015 under the symbol “RGE”, and will be delisted from the TSX-V effective the close of business on February 25, 2015.

5.1 Full Description of Material Change

See attached news release.

5.2 Disclosure for Restructuring Transactions

N/A

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

Not applicable.

7. Omitted Information

No information has been intentionally omitted from this material change report.

8. Executive Officer

Paul Pedersen, CEO
604-347-9160

9. Date of Report

February 25, 2015

RHEINGOLD EXPLORATION CORP.

Company to List Common Shares on Canadian Securities Exchange and Delist from the TSX Venture Exchange

February 25, 2015 – Rheingold Exploration Corp. (the “**Company**”) (TSX-V: RGE) announced that it has received approval to list its common shares on the Canadian Securities Exchange (“**CSE**”), and has obtained approval to voluntarily delist its common shares from the TSX Venture Exchange (the “**TSX-V**”). The Company’s common shares will commence trading on the CSE effective February 26, 2015 under the symbol “RGE”, and will be delisted from the TSX-V effective the close of business on February 25, 2015.

Given the challenges that developmental-stage companies are facing in securing adequate financing through the capital markets, Rheingold management believes that this change is necessary in order to reduce ongoing costs and preserve capital. The Company expects that the transition between the TSX-V and the CSE will be completed in a seamless manner.

About the Company

Rheingold Exploration Corp. is a Vancouver-based mineral exploration company currently focused on the exploration and development of its Pattullo Property located in the Rainy River district of Northwestern Ontario. For further information, please refer to the Company’s filings on SEDAR (www.sedar.com) or contact the Company by telephone at 604.347.9160.

ON BEHALF OF THE BOARD

“Paul Pedersen”

Paul Pedersen, President and CEO

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