

**FORM 51-102F3**

**MATERIAL CHANGE REPORT**

**1. Name and Address of Company**

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

**2. Date of Material Change**

September 10, 2015

**3. News Release**

The news release announcing the material change was disseminated on September 10, 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. ("**Rheingold**") has received an extension on the delivery of the final option payment necessary for Rheingold to acquire a 100% undivided interest in the Pattullo Property. Consideration for the extension is the issuance by Rheingold to the optionor of 50,000 common shares.

**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**

September 11, 2015

# RHEINGOLD EXPLORATION CORP. ANNOUNCES AMENDMENT OF OPTION AGREEMENT

**September 10, 2015** – Rheingold Exploration Corp. (the “**Company**” or “**Rheingold**”) (CSE: RGE) announced that it has received an extension on the delivery of the final option payment necessary for Rheingold to acquire a 100% undivided interest in the Pattullo Property.

On June 17th, 2011 Rheingold entered into an option agreement (the “**Original Agreement**”) under which Rubicon Minerals Corporation granted to Rheingold an option (the “**Option**”) to acquire a 100% undivided interest in the Pattullo Property mining claims. The Original Agreement called for Rheingold to make five cash payments to Rubicon Minerals totalling Cdn\$105,000, with the fifth and final option payment of Cdn\$30,000 to be made on June 17th, 2015. Rubicon Minerals has agreed to amend the Original Agreement to extend the delivery of the final cash payment of \$30,000 to June 17th, 2016 in exchange for the issuance of 50,000 common shares of Rheingold to Rubicon Minerals at a deemed price per share of Cdn\$0.05. The shares are subject to a four month hold period in accordance with applicable securities laws.

## 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. The Pattullo Property is located apx 8 KM from New Gold Inc’s (NGD: TSE) multi-million ounce gold deposit known as the Rainy River project. For further information, please refer to the Company’s filings on SEDAR ([www.sedar.com](http://www.sedar.com)) or contact the Company by email at [info@rheingold.ca](mailto:info@rheingold.ca) or by telephone at 604.347.9160.

ON BEHALF OF THE BOARD

“*Paul Pedersen*”

Paul Pedersen, President and CEO

## ***Forward-looking statements***

*This release may contain certain forward-looking statements with respect to the financial condition, results of operations and business of the Company and certain of the plans and objectives of the Company with respect to the same. By their nature, forward-looking statements involve risk and uncertainty because they relate to events and depend on circumstances that will occur in the future and there are many factors that could cause actual results and developments to differ materially from those expressed or implied by these forward-looking statements.*

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