

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

June 1, 2017

3. News Release

The news release announcing the material change was disseminated on June 1, 2017, 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. (“RGE” or the “Company”) entered into an agency agreement with Hunter Stuart Energy Advisors, Inc. (“Hunter Stuart”, a U.S. based oil and gas advisory firm) dated June 1, 2017 under which Hunter Stuart will identify, negotiate and secure access to oil field brines containing lithium, on behalf of the Company.

5.1 Full Description of Material Change

Under the Agreement, Hunter Stuart, through its principals John S. Steinhauser and Clifford C. Clark, will identify, negotiate and secure access to oil field brines containing lithium (“Candidate Properties”), on behalf of the Company.

Hunter Stuart will receive the following compensation from RGE for the services provided under the Agreement:

1. Consulting fee of USD\$35,000 for work performed to date.
2. An aggregate of USD\$50,000, payable in five installments of USD\$10,000 on June 1, 2017, June 15, 2017, July 1, 2017, July 15, 2017 and August 1, 2017.
3. 75,000 stock options granted to John S. Steinhauser, at an exercise price of \$0.38 and expiring one year from the date of grant.
4. 75,000 stock options granted to Clifford C. Clark, at an exercise price of \$0.38 and expiring one year from the date of grant.
5. An additional 75,000 stock options granted to John S. Steinhauser, expiring one year from the date of grant, on completion by RGE of a financing of no less than Cdn\$800,000.
6. An additional 75,000 stock options granted to Clifford C. Clark, expiring one year from the date of grant, on completion by RGE of a financing of no less than Cdn\$800,000.

In addition, for each instance where a property introduced to RGE by Hunter Stuart becoming an “RGE Lithium Portfolio Property” pursuant to execution and delivery of a binding agreement by RGE, Hunter Stuart will receive the following additional compensation:

1. USD\$50,000 payable at the earlier of ten business days after closing the transaction for the property or upon any cash payment to the owner of the property.
2. 250,000 shares of RGE, provided that the value of the shares granted shall not exceed Cdn\$250,000 in market value on the day the shares are issued, such shares to be issued in equal proportions to John S. Steinhauser and Clifford C. Clark

The Agreement has a term of three months, following which it terminates, provided that the obligation of RGE to pay the compensation set forth above survives termination of the Agreement for one year.

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

June 16, 2017