

**Form 51-102F3
Material Change Report**

1. Name and Address of Company

Rheingold Exploration Corp. (the "Company")
128 Dunsmuir Street
Vancouver, B.C. V6B 1X7

2. Date of Material Change

August 28, 2017

3. News Release

A news release was issued on August 28, 2017 and disseminated through Canada Stockwatch and Market News.

4. Summary of Material Change

Rheingold Exploration Completes Financing and Provides Company Update

5. Full Description of Material Change

The Company is pleased to announce that further to its news releases dated May 16, 2017 and June 30, 2017, the Company has completed its private placement offering of 675,000 units for total proceeds of \$175,500. Each unit shall comprise of one common share and one share purchase warrant, where each warrant may be exercised to purchase an additional common share of the Company for two (2) years from the date of issuance, subject to the following acceleration provision (the "Acceleration Provision"): if the closing trading price for the common shares of the Issuer as traded on the Canadian Securities Exchange is equal to or greater than CDN\$1.25 per common share for 20 consecutive trading days occurring any time after the date of issuance of the warrant (the "Threshold Period"), then the subscriber shall have until 4:00 pm (Vancouver, BC Time) of the 10th calendar day after the last day of the Threshold Period to exercise the share purchase warrants (the "Accelerated Expiry Date"). The share purchase warrants shall expire on the earlier of the last day of the two (2) year exercise term or the Accelerated Expiry Date. The Company shall not provide notice of the Threshold period or the Accelerated Expiry Date.

All of the securities distributed under the Offering are subject to a four month hold period expiring December 18, 2017.

The Company announces that it is continuing to complete its non-brokered private placement equity financing under which it intends to issue up to 5,000,000 units at a price of \$0.26 per unit for gross proceeds of up to \$1,300,000. Each unit will be comprised of one common share of the Company and one common share purchase warrant exercisable for two years for an additional share at a price of \$0.52. If the Company's common shares trade at or above \$1.25 per share for 20 consecutive trading days, then the expiry date of the warrants will be accelerated to the date which is 10 days after such 20 consecutive trading days. The securities to be issued under the financing will be subject to a four month hold period. There is no minimum offering amount.

The Company intends to pay commissions or finder's fees on a portion of the capital raised through this private placement, finders' fees may be payable in common shares of the Company at the discretion and approval of the Company in accordance with the rules and policies of the Canadian Securities Exchange. The financing is subject to applicable securities laws and regulatory approval.

Company Update:

The Company has amended the terms of the option agreement dated May 24, 2017 between the Company and BeiSur OstBaret Agency Ltd. in regards to the interest in the Bygoo Tin project wherein the following farm-in schedule has been agreed upon:

Farmin Payment Date	Farmin Payment (\$AUD)
On or before 4 August 2017	\$50,000 in cash \$50,000 in shares of Rheingold Exploration Corp. to be paid to Riverston Tin Pty Ltd.
15 August 2017	\$50,000 in cash
31 August 2017	\$50,000 in cash
30 September 2017	\$380,000 in cash
30 November 2017	\$800,000 in cash
31 January 2018	\$1,500,000 in cash

The Company also announces that it withdrawn from its option agreement with Rubicon Minerals Corporation in regard of the Patullo Property located in Ontario.

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

Not applicable

7. Omitted Information

Not applicable

8. Executive Officer

Logan Anderson
Chief Executive Officer
Tel: (604) 616-6754

9. Date of Report

August 28, 2017