Form 51-102F3

MATERIAL CHANGE REPORT

1. Name and Address of the Company

Red Pine Exploration Inc. (the “**Issuer**”)
141 Adelaide Street West, Suite 520
Toronto, Ontario
M5H 3L5

2. Date of Material Change

June 30, 2015

3. News Release

The news release was disseminated on June 30, 2015 through Marketwire.

4. Summary of Material Change

The Issuer announced that conditions have been met to earn a 30% interest in the Wawa Gold Project located in McMurray Township adjacent to the Town of Wawa, Ontario.

5. Full Description of Material Change

The Issuer announced that conditions have been met to earn a 30% interest in the Wawa Gold Project located in McMurray Township adjacent to the Town of Wawa, Ontario.

The Issuer entered into an Assumption Agreement on December 11, 2014 with Augustine Ventures Inc. (“Augustine”) and Citabar Limited Partnership (“Citabar”) whereby Augustine and Red Pine could earn up to a 75% combined interest in the Wawa Gold Project, as described in a news release dated December 11, 2014.

A condition of the Assumption Agreement was that the Issuer would spend $2.1 million on exploration work by June 30, 2015 and upon incurring such expenditure the Issuer and Augustine would each earn a 30% interest in the Wawa Gold Project with Citabar retaining the remaining 40% interest.

As of May 31, 2015, the Issuer had spent more than $1.9 million on exploration work. To ensure prudent expenditure of the balance of the funds, the three parties have entered into a funding agreement whereby the Issuer has secured the balance of the required funds and the parties have agreed to extend the completion date for the remaining exploration work to September 30, 2015.

Upon satisfying the option earn-in requirements, the three parties will begin operating under a joint venture agreement to continue advanced exploration and development of the Wawa Gold Project with the Issuer as operator.

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

Confidentiality is not requested.

7. **Omitted Information**

No information has been omitted in respect of the material change.

8. **Executive Officer**

Peter Liabotis, Chief Financial Officer of the Issuer, is knowledgable about the material change and may be reached at (416) 364-7024.

9. **Date of Report.**

July 8, 2015.