

**FORM 51 - 102F3**  
**MATERIAL CHANGE REPORT**

- 1. Full name and address of the Issuer.**  
Red Pine Exploration Inc. (the "Issuer")  
Suite 520 - 141 Adelaide Street West  
Toronto, ON M5H 3L5
- 2. Date of Material Change.**  
July 29, 2015
- 3. News Release.**  
A news release with respect to the material change referred to in this report was issued on July 29, 2015.
- 4. Summary of Material Change.**  
Red Pine Exploration Announces Appointment of New Chief Executive Officer
- 5. Full Description of Material Change.**  
Richard Schler has resigned as Chief Executive Officer and as a Board Member, effective July 28, 2015.

Quentin Yarie has been appointed as Chief Executive Officer effective July 29, 2015. Mr. Yarie remains President of the Issuer as well as a Director.
- 6. Reliance on subsection 7.1(2) of National Instrument 51 - 102.**  
This report is not being filed on a confidential basis.
- 7. Omitted Information.**  
No significant facts have been omitted from this report.
- 8. Executive Office.**  
For further information, please contact the Issuer at (416) 364-7024.
- 9. Date of Report.**  
DATED the 29th day of July, 2015.