FORM 51-102F3

MATERIAL CHANGE REPORT

1. **Name and Address of Company**
Red Lake Gold Inc.
605-815 Hornby Street
Vancouver, British Columbia V6Z 2E6

2. **Date of Material Change**
September 4, 2019

3. **News Release**
The news release announcing the material change was disseminated on September 4, 2019, through Accesswire. The news release was also filed with the British Columbia, Alberta and Ontario Securities Commissions on SEDAR.

4. **Summary of Material Change**
Red Lake Gold Inc. closed its previously announced non-brokered private placement financing through the issuance of 2,000,000 common shares for gross proceeds of $500,000.00.

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**
Ryan Kalt, President and CEO
604.652.1710

9. **Date of Report**
September 4, 2019

605-815 Hornby Street
Vancouver, British Columbia V6Z 2E6

RED LAKE GOLD INC. CLOSES COMMON SHARE FINANCING

Vancouver, British Columbia, September 4, 2019 – Red Lake Gold Inc. (CSE: RGLD) (FWB:P11)("**Red Lake Gold**" or the "**Corporation**") is pleased to report that it has today closed its previously announced non-brokered private placement through the issuance of 2,000,000 common shares on the terms previously announced (see news release dated August 22, 2019, Red Lake Gold Inc. Announces Common Share Financing).

Red Lake Gold also advises that further to prospective insider participation notice contained in its news release dated August 22, 2019, the 25% insider allocation was fully taken-up by the Chief Executive Officer of the Corporation who in turn subscribed for 500,000 common shares of the 2,000,000 common shares offered in the non-brokered private placement.

Subsequent to the non-brokered private placement, the Corporation now has 27,391,251 shares outstanding.

The Corporation paid finders fees of $7,500 to PI Financial Corp. and $3,000 to Leede Jones Gable Inc.

No finders fees were paid in association with insider participation in the non-brokered private placement.

The common shares are subject to a four-month hold period pursuant to applicable securities laws of Canada.

On Behalf of the Board of Directors

Ryan Kalt
Chairman & Chief Executive Officer

Forward-Looking Statements

This news release contains forward-looking statements. Forward-looking statements address future events and conditions and therefore, involve inherent risks and uncertainties. Actual results may differ materially from those currently expected or forecast in such statements.