

Form 51-102F3

MATERIAL CHANGE REPORT

1. **Name and Address of Company**

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

2. **Date of Material Change**

November 14, 2016.

3. **News Release**

News releases with respect to the material change were disseminated on November 14, 2016 and December 16, 2016 through Marketwired and subsequently filed on SEDAR.

4. **Summary of Material Change**

The Issuer issued 17,958,374 common shares to Citabar LLP.

5. **Full Description of Material Change**

Following execution of the arrangement agreement dated November 14, 2016 between the Issuer and Red Pine Exploration Inc., and pursuant to the fourth amendment to an option agreement dated April 16, 2009 between the Issuer and Citabar LLP, the Issuer issued 17,958,374 common shares to Citabar LLP in full satisfaction of the Issuer’s obligations under the fourth amendment to the option agreement.

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

Not applicable.

7. **Omitted Information**

No information has been omitted on the basis that it is confidential information.

8. **Executive Officer**

Robert Dodds, President and Chief Executive Officer of the Issuer, is knowledgeable about the material change and may be reached at (416) 363-2528.

9. **Date of Report.**

December 28, 2016.