

Form 51-102F3
Material Change Report

1. Name and Address of Company

Alchemist Mining Incorporated
1288 Steeple Drive
Coquitlam, BC V3E 1K2

(the “Company”)

2. Dates of Material Change(s)

November 3, 2016

3. News Release(s)

A news release was issued on November 3, 2016 and disseminated via Baystreet News and Stockwatch News pursuant to section 7.1 of National Instrument 51-102.

4. Summaries of Material Changes

Alchemist Mining closes financing

5. Full Description of Material Changes

News Releases dated November 3, 2016 – See Schedule “A”

6. Reliance on subsection 7.1(2) or (3) of National Instrument 51-102

Not applicable.

7. Omitted Information

No information has been omitted.

8. Executive Officer

Mr. Keith Anderson, President and CEO of the Company, is knowledgeable about the material change contained herein and may be reached at (604) 786-7774.

9. Date of Report

This report is dated November 3, 2016.

SCHEDULE “A”
to the Material Change Report dated November 3, 2016

ALCHEMIST MINING CLOSES FINANCING

VANCOUVER, BRITISH COLUMBIA – (November 3, 2016) – Alchemist Mining Incorporated (CSE: AMS) (the “**Company**”) is pleased to announce that it has completed a non-brokered private placement financing for gross proceeds of \$140,000 (the “**Financing**”).

Pursuant to the Financing, the Company has allotted and issued 2,000,000 units (the “**Units**”) at a price of \$0.07 per Unit. Each Unit consists of one common share in the capital of the Company and one non-transferable share purchase warrant (the “**Warrant**”). Each Warrant is exercisable by the holder to acquire one additional common share of the Company for a period of two years from issuance at an exercise price of \$0.10 per share.

In addition, the Company has paid a finder’s fee of an aggregate \$5,250 and 75,000 finder’s warrants (the “**Finder’s Warrants**”) to registered dealers and an arm’s length third party. Each Finder’s Warrant is exercisable by the holder to acquire one additional common share of the Company for a period of two years from issuance at an exercise price of \$0.10 per share.

All securities issued pursuant to the Financing subject to four-month and one-day hold period expiring on March 4, 2017.

For further information on the Company, please email kanderson7774@gmail.com.

On Behalf of the Board of Directors of the Company
Keith Anderson
Alchemist Mining Incorporated
(604) 786-7774