

Form 51-102F3
Material Change Report

1. Name and Address of Company

Alchemist Mining Incorporated
1574-885 West Georgia Street
Vancouver, BC, V6C 3E8

(the "Company")

2. Dates of Material Change(s)

March 14, 2019

3. News Release(s)

News release were issued on March 14, 2019 and disseminated via Access Wire pursuant to section 7.1 of National Instrument 51-102.

4. Summaries of Material Changes

The Company closed the final tranche of its first-round, non-brokered private placement offering, as previously announced on September 25, 2018 (the "**Private Placement**"), for total gross proceeds of \$905,900.

5. Full Description of Material Changes

News Release dated March 14, 2019 – 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. Paul Mann, President and CEO of the Company, is knowledgeable about the material change contained herein and may be reached at (604) 601-2093.

9. Date of Report

These reports are dated March 14, 2019.

SCHEDULE "A"
to the Material Change Report dated March 14, 2019

ALCHEMIST MINING CLOSES FINANCING

March 14, 2019

Vancouver, BC —Alchemist Mining Inc. (CSE: AMS) ("AMS" or the "Company") announces that it has closed the final tranche of its first-round, non-brokered private placement offering, as previously announced on September 25, 2018 (the "**Private Placement**"), for total gross proceeds of \$905,900.

For the second tranche of the first round the Company has allotted and issued 4,338,000 units (the "**Units**") at a price of \$0.05 per Unit. Each Unit is comprised of one common share and one transferable share purchase warrant, with each warrant entitling the holder to purchase one additional common share of the Company for a period of up to 12 months at a price of \$0.075.

The Company will use the proceeds from the Private Placement towards the closing acquisition of a 100% interest in the Oddysee Software Platform and general working capital.

On behalf of the board for further info on the Company, please email Investors@alchemistinc.ca

Contact:

Investors@alchemistinc.ca

604-601-2093