

ADDED CAPITAL INC.
FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1: Name and Address of Company

Prominex Resource Corp. (the “Corporation”)
349 Beach Avenue
Kelowna, BC V1Y 5R7

Item 2: Date of Material Change

April 11, 2019.

Item 3: News Release

A news release was issued and disseminated on April 11, 2019 and filed on SEDAR at www.sedar.com, a copy of which is attached hereto as Schedule “A”.

Item 4: Summary of Material Change

The Corporation is pleased to announce that Gordon Barron, Gordon MacNiel, David Stirling, and Liliana Hartwig have each resigned as directors of the Company, and Gordon Barron and Gordon MacNiel have also resigned as, respectively, Chief Executive Officer, and Chief Financial Officer. The Company has appointed Michael Lerner, Balu Gopalakrishnan, and Binyomin Posen to the board of directors in order to fill the vacancies created by the foregoing resignations. In addition, Michael Lerner and Balu Gopalakrishnan have been appointed as, respectively, Chief Executive Officer and Chief Financial Officer

Item 5.1: Full Description of Material Change

See attached news release at Schedule “A” to this report.

Item 5.2 Disclosure for Restructuring Transactions

Not applicable.

Item 6: Reliance on subsection 7.1(2) of National Instrument 51-102 (Confidentiality)

Not applicable.

Item 7: Omitted Information

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

Item 8: Executive Officer

For additional information with respect to this material change, the following person may be contacted:

Michael Lerner
President, CEO and Director
Tel: 416-710-4906
Email: mlerner10@gmail.com

Item 9: Date of Report

This report is dated as of the 17th day of April, 2019.

SCHEDULE "A"

Please see attached.

PROMINEX RESOURCE CORP.

NEWS RELEASE

Prominex Announces Changes to Board of Directors and Management

Toronto, ON – April 11, 2019 – Prominex Resource Corp. (“**Prominex**” or the “**Company**”) (TSXV: PXR) announces that Gordon Barron, Gordon MacNiel, David Stirling, and Liliana Hartwig have each resigned as directors of the Company, and Gordon Barron and Gordon MacNiel have also resigned as, respectively, Chief Executive Officer, and Chief Financial Officer. The Company has appointed Michael Lerner, Balu Gopalakrishnan, and Binyomin Posen to the board of directors in order to fill the vacancies created by the foregoing resignations. In addition, Michael Lerner and Balu Gopalakrishnan have been appointed as, respectively, Chief Executive Officer and Chief Financial Officer.

Mr. Lerner brings with him more than 20 years of experience in the natural resources market, starting as an institutional trader at CIBC and Wellington West, and then as a professional trader and financier focused on junior mining stocks at Dominick and Dominick. Since 2012, Mr. Lerner has become more involved in the operations of junior mining companies as an officer or director of public companies including Happy Creek Minerals, Jiminex Inc., Fairmont Resources Inc. and Navasota Resources Inc., etc., where he has helped to rehabilitate these companies.

Mr. Gopalakrishnan is a Chartered Accountant with significant public company experience, including more than six years with XCEED Mortgage Corporation, where he gained significant experience preparing the company’s annual and quarterly consolidated financial statements, Management Discussion and Analysis (MD&A) of for quarterly and annual regulatory filings in accordance with International Financial Reporting Standards.

Mr. Binyomin Posen is a Senior Analyst at Plaza Capital, where he focuses on corporate finance, capital markets and helping companies go public. He returned to Toronto to complete his baccalaureate degree after three and a half years of studies overseas. Mr. Posen is now employed as an analyst at a Toronto boutique investment bank where his role consists of raising funds for IPOs and RTOs, business development for portfolio companies and client relations.

About Prominex

Prominex is a TSX-Venture Exchange listed exploration and development company trading under the symbol “PXR.” During the past several years, Prominex has been exploring primarily for zinc-lead-copper-silver-gold mineral deposits. Currently, Prominex is evaluating two projects within a base metal rich area of central Newfoundland, home to formerly producing world-class base metal deposits at Buchans and the currently producing Duck Pond zinc-copper mine owned and operated by Teck. The Company’s two major assets are the historic Tulks Hill and the Reid Lot 50 projects, both situated in central Newfoundland.

On behalf of the Board of Directors,

Michael Lerner
President, CEO and Director
Tel: 416-710-4906
Email: mlerner10@gmail.com

This press release may include certain statements that may be deemed “forward-looking statements”. Although the Company believes the expectations expressed in such forward-looking statements are based on reasonable assumptions, such statements are not guarantees of future

performance and actual results or developments may differ materially from those in forward-looking statements.

Neither TSX Venture Exchange nor its Regulation Services Provider (as that term is defined in the policies of the TSX Venture Exchange) accepts responsibility for the adequacy or accuracy of this release.