

**PROMINEX RESOURCE CORP.
FORM 51-102F3
MATERIAL CHANGE REPORT**

Item 1: Name and Address of Company

Prominex Resource Corp. (the “Corporation”)
108 West Cordova Street
Vancouver, BC
V6B 0G6

Item 2: Date of Material Change

September 27, 2019.

Item 3: News Release

A news release was issued and disseminated on September 27, 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 announced that Balu Gopalakrishnan has resigned as Chief Financial Officer. The Company has appointed Michael Lerner as 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
CEO, CFO and Director
Tel: 416-710-4906
Email: mlerner10@gmail.com

Item 9: Date of Report

This report is dated October 3, 2019.

Schedule "A"

PROMINEX RESOURCE CORP.

NEWS RELEASE

Prominex Announces Changes to Management

Toronto, ON – September 27, 2019 – Prominex Resource Corp. (“**Prominex**” or the “**Company**”) (TSXV: PXR) announces that Balu Gopalakrishnan has resigned as Chief Financial Officer of the Company. The Company has appointed its Chief Executive Officer, Michael Lerner, as Chief Financial Officer to replace Mr. Gopalakrishnan. Mr. Gopalakrishnan continues to serve as a director of the Company.

About Prominex

Prominex is an exploration and development company. Prominex has been exploring primarily for zinc-lead-copper-silver-gold mineral deposits. Currently, Prominex is evaluating one project within a base metal rich area of central Newfoundland. The Company’s only significant asset is the historic Tulks Hill project, which is situated in central Newfoundland.

On behalf of the Board of Directors,

Michael Lerner
CEO, CFO 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.