

**PROMINEX RESOURCE CORP.**

**FORM 51-102F3  
MATERIAL CHANGE REPORT**

**Item 1: Name and Address of Company**

Prominex Resource Corp. (the “Issuer”)  
349 Beach Avenue  
Kelowna, British Columbia  
V1Y 5R

**Item 2: Date of Material Change**

February 18, 2020

**Item 3: News Release**

A news release was issued and disseminated on February 19, 2020 and filed on SEDAR (www.sedar.com). A copy of the news release is attached as Schedule “A” hereto.

**Item 4: Summary of Material Change(s)**

The British Columbia Securities Commission has issued an order revoking its cease trade order, originally issued in respect of the securities of the Issuer on September 10, 2015.

**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**

Michael Lerner  
CEO and Director  
Tel: 416-710-4906  
Email: [mlerner10@gmail.com](mailto:mlerner10@gmail.com)

**Item 9: Date of Report**

February 19, 2020

## SCHEDULE "A"

### PROMINEX RESOURCE ANNOUNCES REVOCATION OF CEASE TRADE ORDER

**Toronto, Ontario, February 19, 2020** – Prominex Resource Corp. ("**Prominex**" or the "**Company**") is pleased to announce that effective February 18, 2020 (the "**Effective Date**"), the British Columbia Securities Commission the "**BCSC**") has issued an order revoking its cease trade order, originally issued in respect of the securities of the Company on September 10, 2015.

On January 31, 2020, the Company filed (i) its audited annual financial statements, annual management's discussion and analysis, and related certifications for the years ended April 30, 2018 and 2019, and (ii) its unaudited interim financial statements and the related management's discussion and analysis for the interim periods ended January 31, 2019, April 30, 2019, July 31, 2019 and related certificates (collectively, the "**Financial Disclosure Documents**"). The Financial Disclosure Documents are available for review online under the Company's profile on SEDAR ([www.sedar.com](http://www.sedar.com)). Following the filing of the Financial Disclosure Documents, the Company is up-to-date with its continuous disclosure obligations.

In connection with the Company's applications for the revocation of the cease trade order, the Company provided an undertaking to the BCSC that it would hold an annual meeting of shareholders of the Company within three months of the Effective Date. The Company has met all other conditions required by the BCSC for revocation of the cease trade order.

#### **About Prominex**

The Company has ceased to carry on an active business and is presently engaged in identifying and evaluating potential business opportunities.

#### **On behalf of the Board of Directors**

Michael Lerner  
Chief Executive Officer & Director  
T: 416 710-4906  
E: [mlerner10@gmail.com](mailto:mlerner10@gmail.com)

#### **Cautionary Statements**

*This press release may contain forward-looking statements including, but not limited to, comments regarding the timing of the annual meeting of shareholders of the Company. Forward-looking statements address future events and conditions and therefore involve inherent risks and uncertainties. Actual results may differ materially from those currently anticipated in such statement.*