

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

Item 1: Name and Address of Company

Prominex Resource Corp. (the “**Issuer**”)
6 Adelaide Street East, Unit 301
Toronto, Ontario, M5C 1H6

Item 2: Date of Material Change

April 27, 2020

Item 3: News Release

A news release was issued and disseminated on April 28, 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)

Andrew Parks was appointed as a director of the Issuer by the Issuer’s shareholders at the annual general and special meeting of the Issuer held on April 27, 2020.

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, CFO
T: 416 710-4906
E: mlerner10@gmail.com

Item 9: Date of Report

April 28, 2020

**SCHEDULE “A”
NEWS RELEASE**

Prominex Announces Appointment of New Director

Toronto, ON – April 28, 2020 – Prominex Resource Corp. (“**Prominex**” or the “**Company**”) is pleased to announce the appointment of Andrew Parks to the board of directors of the Company. Mr. Parks was elected by the shareholders of the Company at the Company’s annual general and special meeting of shareholders, held on April 27, 2020.

Mr. Parks is currently the CEO and director of Fountain Asset Corp., which is a TSX Venture listed merchant bank. He is currently a director of The BRN Group, which provides total brand management services and expertise to the global cannabis industry. Mr. Parks has over 10 years of experience in capital markets. Prior to joining Fountain Asset Corp. in 2017, he was a partner and registered portfolio manager at a successful Toronto-based asset manager. Mr. Parks is a Chartered Financial Analyst and holds an Honours Bachelor of Business Administration from Wilfrid Laurier University.

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

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.