

PROMINEX RESOURCE CORP.

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

Item 1: Name and Address of Company

Prominex Resources Corp. (the "Company")
108 West Cordova Street West
Vancouver, British Columbia
V6B 0G6

Item 2: Date of Material Change

October 5, 2020

Item 3: News Release

A news release was issued and disseminated on October 5th, 2020 and filed on SEDAR at www.sedar.com, a copy of which is attached hereto as Schedule "A".

Item 4: Summary of Material Change

Michael Lerner has resigned as director, Chief Executive Officer and Chief Financial Officer of the Company. The Company is pleased to announce that Binyomin Posen has been appointed to serve as Chief Executive Officer (CEO) and Chief Financial Officer (CFO) of the Company to fill the vacancy created by the foregoing resignation.

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:

Binyomin Posen
CEO, CFO and Director
416 481-2222 (ext. 246)
Email: bposen@plazacapital.ca

Item 9: Date of Report

This report is dated as of **the 5th day of October 2020**

SCHEDULE "A"

PROMINEX RESOURCE CORP.

NEWS RELEASE

Prominex Announces Change in Management

Toronto, ON, October 5, 2020 – Prominex Resource Corp. ("Prominex" or the "Company") has announced that, effective immediately, Michael Lerner has resigned as director, Chief Executive Officer and Chief Financial Officer of the Company. The Company would like to thank Michael Lerner for his valuable contributions to the Company and wish him every success in his future endeavors.

The Company is pleased to announce that Binyomin Posen, a current director of the Company, has been appointed to serve as Chief Executive Officer and Chief Financial Officer to fill the vacancy created by the foregoing resignation.

About Prominex.

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

For additional information on Prominex:

Binyomin Posen

CEO, CFO & Director

Telephone: 416 481-2222 (ext. 246)

Email: bposen@plazacapital.ca