

**MATERIAL CHANGE REPORT**  
Form 51-102F3  
Section 7.1 of National Instrument 51-102

**Item 1 Name and Address of Company**

Rockex Mining Corporation  
580 New Vickers Street  
Thunder Bay, Ontario P7G 1J3

**Item 2 Date of Material Change**

April 23, 2013

**Item 3 News Release**

A new release was issued via Marketwire on April 23, 2013.

**Item 4 Summary of Material Change**

Rockex Mining Corporation ("**Rockex Mining**") (TSX: **RXM**) announced that it has closed the second and final tranche of its previously announced non-brokered private placement (the "**Private Placement**").

**Item 5 Full Description of Material Change**

Rockex Mining announced that it has closed the second and final tranche of the Private Placement of units (each a "**Unit**") (see the Corporation's press release dated April 17, 2013 regarding the first tranche). The Corporation issued a total of 4,928,371 Units in two tranches under the Private Placement to accredited investors or persons otherwise entitled to rely on prospectus exemptions under applicable securities laws for aggregate gross proceeds of \$394,269.68. Each Unit was comprised of one common share of the Corporation (each a "**Common Share**") and one (1) transferable warrant of the Corporation (each a "**Warrant**"). Each Warrant entitles the holder to purchase one Common Share at a price of \$0.20 per share at any time within 24 months after the issuance of the Units. Officers, directors, consultants, other insiders and their associates subscribed for the maximum amount permissible under the rules of the Toronto Stock Exchange. All of the securities issued pursuant to this Private Placement are subject to a four (4) month hold period.

**Item 6 Reliance on subsection 7.1(2) or (3) of National Instrument 51 -1 02**

Not applicable.

**Item 7 Omitted Information**

Not applicable.

**Item 8 Executive Officer**

Inquiries in respect of the material change referred to herein may be made to:  
Pierre Gagné, Chairman of the Board of Rockex, at 807-623-2626  
Edward Yew, CEO of Rockex, at 647-241-7202

**Item 9 Date of Report**

This report is dated as of the 24<sup>th</sup> day of April, 2013.