

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

August 15, 2013

Item 3 News Release

A new release was issued via Marketwire on August 15, 2013.

Item 4 Summary of Material Change

Rockex Mining Corporation ("**Rockex**" or the "**Corporation**") (TSX: **RXM**) announced the closing of its previously announced non-brokered private placement (the "**Private Placement**").

Item 5 Full Description of Material Change

Rockex announced that it has closed the Private Placement of units (each a "**Unit**") at \$0.055 per Unit (see the Corporation's news release dated August 7, 2013). The Corporation issued a total of 2,250,000 Units to accredited investors for aggregate gross proceeds of \$123,750. Insiders of the Corporation subscribed for a total of 900,000 Units. Each Unit is 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 \$0.10 per share at any time within 36 months after the issuance of the Units. The Private Placement received disinterested shareholder approval from the holder of more than 50% of the voting securities of the Corporation.

The gross proceeds received by the Corporation from the sale of the Units will be used by the Corporation principally for the costs of a preliminary economic analysis, metallurgical tests and costs and fees associated with this Private Placement, and any surplus funds for general corporate overhead expenses.

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, President and Chief Executive Officer of Rockex, at 647-241-7202

Item 9 Date of Report

This report is dated as of the 16th day of August, 2013.