

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

July 8, 2014

Item 3 News Release

A new release was issued via Stockwatch on July 8, 2014.

Item 4 Summary of Material Change

Rockex Mining Corporation ("**Rockex**" or the "**Corporation**") announced closing of the previously announced non-brokered private placement (the "**Private Placement**") and suspension of advance royalties.

Item 5 Full Description of Material Change

Rockex announced the closing of its previously announced Private Placement (see the Corporation's news release dated July 2, 2014) of 4,641,400 units (each a "**Unit**") at a purchase price of \$0.04 per Unit for aggregate gross proceeds of \$185,656 (the "**Offering**"). Each Unit was comprised of one (1) common share of the Corporation (a "**Common Share**") and one (1) warrant (a "**Warrant**"), each Warrant entitling the holder to purchase one Common Share for \$0.05 within 48 months after closing, provided that if, at any time more than 24 months after closing, the average closing price of the Common Shares on a Canadian stock exchange on which the Common Shares are listed is greater than \$0.30 per share for a period of 20 consecutive trading days, the Warrants will expire unless they are exercised within thirty (30) days (or such longer period of time as the Corporation may provide) after the Corporation gives notice by issuing a press release and depositing a notice in the mail to each warrant holder to accelerate the expiry date of the Warrants to the date set out in such press release and notice sent by mail. The net proceeds of the Offering will be used by Rockex to reduce or eliminate the Corporation's current working capital deficiency, to improve the financial position of the Corporation and for general corporate purposes.

Rockex also announced that it signed an agreement with the holder of royalties on the Corporation's Western Lake St. Joseph Project to suspend payment of advance royalties from October 1, 2013 until the earliest of (i) completion of a pre-feasibility study, (ii) a change of control, amalgamation, plan of arrangement,

take-over bid or other fundamental change involving Rockex, (iii) completion of a transaction with a strategic investor, or (iv) September 30, 2015.

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 10th day of July, 2014.