

**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 11, 2016

**Item 3 News Release**

A news release was issued via Marketwire on July 11, 2016.

**Item 4 Summary of Material Change**

The option and joint venture agreement (the “Definitive Agreement”) between Rockex and Diversified Innovative Marketing Enterprises Ltd. (“DIME”), previously announced on May 2, 2016, has terminated without completion of the proposed phase one financing. The Definitive Agreement provided for an initial cash contribution of CND\$30,000,000 for funding the completion of a feasibility study and environmental assessment, and an option for subsequent development and production at Rockex’s Lake St. Joseph Project, located 100 kilometres northeast of Sioux Lookout, Ontario. Following the execution and delivery of an escrow agreement dated May 5, 2016, Rockex made arrangements to deposit \$3,000,000 into escrow in accordance with the terms of the Definitive Agreement and at all times was ready, willing and able to complete its deposit into escrow; however, DIME did not provide a satisfactory letter of credit for deposit into escrow. Following several extensions to the expiry date of the escrow agreement to allow time for DIME to provide a satisfactory letter of credit, the escrow agreement expired on July 8, 2016 without a satisfactory letter of credit being produced, resulting in the Definitive Agreement terminating.

**Item 5.1 Full Description of Material Change**

The option and joint venture agreement (the “Definitive Agreement”) between Rockex and Diversified Innovative Marketing Enterprises Ltd. (“DIME”), previously announced on May 2, 2016, has terminated without completion of the proposed phase one financing. The Definitive Agreement provided for an initial cash contribution of CND\$30,000,000 for funding the completion of a feasibility study and environmental assessment, and an option for subsequent development and production at Rockex’s Lake St. Joseph Project, located 100 kilometres northeast of Sioux Lookout, Ontario. Following the execution and delivery of an escrow agreement dated May 5, 2016, Rockex made arrangements to deposit \$3,000,000 into escrow in accordance with the terms of the Definitive Agreement and at all times was ready, willing and able to complete its deposit into escrow; however, DIME did not provide a satisfactory letter of credit for deposit into escrow. Following several extensions to the expiry date of the escrow agreement to allow time for DIME to provide a satisfactory letter of credit, the escrow agreement expired on July 8, 2016 without a satisfactory letter of credit being produced, resulting in the Definitive Agreement terminating.

**Item 5.2 Disclosure for Restructuring Transaction**

Not applicable.

**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:

Armando Plastino, Chief Executive Officer of Rockex, at (807) 623-2626 or [armando.plastino@rockexmining.com](mailto:armando.plastino@rockexmining.com)

Tammy Lehtinen, Vice President, Corporate Affairs of Rockex, at (807) 632-2878 or [tammy.lehtinen@rockexmining.com](mailto:tammy.lehtinen@rockexmining.com)

**Item 9 Date of Report**

This report is dated as of the 29<sup>th</sup> day of July, 2016.