

[25] July 2023

**PRIVATE AND CONFIDENTIAL**

Mr Pierre Gagne  
President  
Rockex Mining Corporation  
580 New Vickers Street, Thunder Bay  
Ontario, Canada, P7E 6P1

Sent by email: [pierre.gagne@pierregagnecontracting.com](mailto:pierre.gagne@pierregagnecontracting.com)

Dear Pierre

**Letter Deed of Variation – Root Lake Agreement**

We refer to the option and joint venture agreement between Root Lake Resources Ltd, Pioneer Lithium Limited (ACN 663 888 891) and Rockex Mining Corporation dated 14 July 2023 (**Root Lake Agreement**).

Capitalised terms not otherwise defined in this letter deed (**Letter**) have the meaning given to that term in the Root Lake Agreement.

Pursuant this Letter, the parties agree to amend the Root Lake Agreement as follows:

1. **Variation**

With effect from the date the last party to the Root Lake Agreement signs this Letter (**Effective Date**), the parties agree the Root Lake Agreement shall be amended by replacing clause 1.3(c) of the Root Lake Agreement in its entirety with the following new clause 1.3(c):

*"Where conversions of currencies are required in respect of the determination of the number of Consideration Shares, the exchange rate to be applied is the exchange rate quoted by the Bank of Canada on the date of this Option Agreement."*

2. **General**

- (a) The parties acknowledge and agree that:
- (i) where there is any inconsistency between the terms of this Letter and the Root Lake Agreement, this Letter will prevail to the extent of the inconsistency;
  - (ii) except as modified by this Letter, the Root Lake Agreement shall continue in full force and effect, and the parties hereby confirm their respective obligations, covenants, rights, powers and duties under the Root Lake Agreement, as modified or varied by this Letter; and

- (iii) this Letter and the Root Lake Agreement constitutes the entire agreement between the parties in connection with its subject matter and supersedes all previous agreements or understandings between the parties in connection with its subject matter.
- (b) On and from the Effective Date, the Root Lake Agreement is to be read together with this Letter as a single integrated document incorporating the amendment effected by this Letter.
- (c) This Letter may be executed in any number of counterparts. All counterparts together will be taken to constitute one instrument.
- (d) This Letter is governed by the laws of the Province of Ontario, Canada. Each party irrevocably submits to the non-exclusive jurisdiction of the courts of the Province of Ontario, Canada and courts competent to hear appeals from those courts.

If you agree to the amendment to the Root Lake Agreement, as contained in this Letter, please sign below.

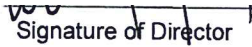
Yours sincerely  
*"Robert Martin"*

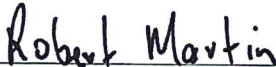
Robert Martin  
President  
Root Lake Resources Ltd.

Executed as a deed

Signed, sealed and delivered by  
**Pioneer Lithium Limited (ACN 663 888  
891)** in accordance with section 127(1) of  
the *Corporations Act 2001* (Cth):


"Robert Martin"

  
Signature of Director



Name of Director in full

"Harry Spindler"

  
Signature of Secretary/~~other Director~~



Name of Secretary/~~other Director~~ in full

Signed, sealed and delivered by **Root  
Lake Resources Ltd.** in accordance with  
its constituent documents and the laws of  
its place of incorporation

"Robert Martin"

  
Signature of Authorised Signatory

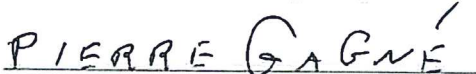
**Robert Martin , President**

Name of Authorised Signatory in full

Signed, sealed and delivered by  
**Rockex Mining Corporation** in  
accordance with its constituent documents  
and the laws of its place of incorporation

"Pierre Gagne"

  
Signature of Authorised Signatory



Name of Authorised Signatory in full