

**Form 51-102F3**  
***Material Change Report***

**1. Name and Address of Company**

**SGX Resources Inc.**  
400-365 Bay Street  
Toronto, ON, M5H 2V1

(the “Company”)

**2. Dates of Material Change(s)**

May 15, 2016

**3. News Release(s)**

A news release was issued on May 16, 2016 and disseminated via Stockwatch News and Baystreet News pursuant to section 7.1 of National Instrument 51-102.

**4. Summaries of Material Changes**

SGX Resources announces resignation of Officer

**5. Full Description of Material Changes**

News Release May 16, 2016 – See Schedule “A

**6. Reliance on subsection 7.1(2) or (3) of National Instrument 51-102**

Not applicable.

**7. Omitted Information**

No information has been omitted.

**8. Executive Officer**

Mr. Sethu Raman, a Director of the Company, is knowledgeable about the material change contained herein and may be reached at (416) 291-9771.

**9. Date of Report**

This report is dated May 17, 2016.

SCHEDULE "A"  
to the Material Change Report dated May 17, 2016

**SGX Resources Inc. Announces Resignation of Officer**

Toronto, Ontario – May 16, 2016: **SGX Resources Inc. (TSX-V: SXR)** (the "**Company**") announces that Dale Ginn has resigned as a President, CEO and Director of the Company effective May 15, 2016. The Board of Directors wish to thank Mr. Ginn for his services and wish him well in his future endeavors.

For further information, please visit [www.sgxresources.com](http://www.sgxresources.com).

On behalf of the Board of Directors,

Sethu Raman, Director

SGX RESOURCES INC.

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