

FORM 51-102F3
MATERIAL CHANGE REPORT

Item 1. Name and Address of Company

StrategX Elements Corp.
#514 – 55 Water Street
Vancouver, BC V6B 1A1

Item 2. Date of Material Change

June 1, 2022

Item 3. News Release

A news release dated and issued June 1, 2022, at Vancouver, British Columbia through Newsfile and SEDAR.

Item 4. Summary of Material Change

StrategX Elements Corp. Announces Private Placement

Item 5. Full Description of Material Change

See news release, a copy of which is attached hereto.

Item 6. Reliance on subsection 7.1(2) of National Instrument 51-102

Not applicable.

Item 7. Omitted Information

Not applicable.

Item 8. Executive Officer

Darren Bahrey, President & CEO
Telephone: 604-379-5515

Item 9. Date of Report

June 1, 2022.



NEWS RELEASE

StrategX Elements Corp. Announces Private Placement

Not for distribution to United States newswire services or for dissemination in the United States.

Vancouver, Canada, June 1st, 2022 – **StrategX Elements Corp.** (CSE: STGX) (“**StrategX**” or the “**Company**”), has arranged a non-brokered private placement (the “**Private Placement**”) offering at a price of \$0.30 per Unit for proceeds up to \$1,000,000. Each Unit consists of one common share of the Company and one-half of one common share purchase warrant. Each whole warrant will entitle the holder to purchase one common share of the Company at a price of \$0.45 per share for a period of 3 years.

The Units will be offered to qualified purchasers in reliance upon exemptions from prospectus and registration requirements of applicable securities legislation. A finder’s fee in cash and/or non-transferable warrants may be paid to eligible finders in relation to this financing. Proceeds from the Private Placement will be used for general working capital.

This news release does not constitute an offer to sell or a solicitation of an offer to buy any of the securities in the United States of America. The securities have not been and will not be registered under the United States Securities Act of 1933 (the “1933 Act”) or any state securities laws and may not be offered or sold within the United States or to U.S. Persons (as defined in the 1933 Act) unless registered under the 1933 Act and applicable state securities laws, or an exemption from such registration is available.

About StrategX

StrategX is a new Canadian-based exploration company on a mission to be a significant contributor in the natural resources sector and sustainable energy economy. The Company is currently focused on the discovery of cobalt and associated energy transition metals in northern Canada. The Company’s property portfolio is in two underexplored regions: Project 939 and EA South situated on the East Arm of the Great Slave Lake, Northwest Territories, and Project Mel, Nagvaak and Tasijuaq located on the Melville Peninsula, Nunavut. [Click here](#) to check out our :30 second video clip on **StrategX**.

On Behalf of the Board of Directors

Darren G. Bahrey
CEO, President & Director

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E: info@strategxcorp.com
www.strategxcorp.com

For further information, please contact:

StrategX Elements Corp.

Email: info@strategXcorp.com

Phone: 1-855-STRATGX (toll-free)

For further information about the Company, please visit our website at www.strategXcorp.com

Neither the Canadian Securities Exchange nor its regulations services accept responsibility for the adequacy or accuracy of this release.

Disclaimer for Forward-Looking Information

All statements included in this press release that address activities, events, or developments that the Company expects, believes, or anticipates will or may occur in the future are forward-looking statements. These forward-looking statements involve numerous assumptions made by the Company based on its experience, perception of historical trends, current conditions, expected future developments and other factors it believes are appropriate in the circumstances. In addition, these statements involve substantial known and unknown risks and uncertainties that contribute to the possibility that the predictions, forecasts, projections, and other forward-looking statements will prove inaccurate, certain of which are beyond the Company's control. Readers should not place undue reliance on forward-looking statements. Except as required by law, the Company does not intend to revise or update these forward-looking statements after the date hereof or revise them to reflect the occurrence of future unanticipated events.