

**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**

December 2, 2022

**Item 3.        News Release**

A news release dated and issued December 2, 2022, at Vancouver, British Columbia through Newsfile and SEDAR.

**Item 4.        Summary of Material Change**

StrategX Announces Closing of Final Tranche of Non-Brokered Private placement of Flow-Through Shares and Non-Flow Through Share Units

**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**

December 2, 2022.

---

## NEWS RELEASE

### StrategX Announces Closing of Final Tranche of Non-Brokered Private placement of Flow-Through Shares and Non-Flow Through Share Units

Vancouver, Canada, December 2, 2022 – **StrategX Elements Corp.** (CSE: STGX) (“**StrategX**” or the “**Company**”) announces that, further to its news releases of October 14, 2022 and October 25, 2022, it has closed the final tranche of its non-brokered private placement (the “**Private Placement**”) by issuing 335,000 flow-through shares (“**FT Shares**”) at a price of \$0.30 per FT Share for gross proceeds of \$100,500, and 660,600 non-flow-through share units (“**NFT Units**”) at a price of \$0.25 per NFT Unit for gross proceeds of \$165,150. In relation to the NFT Units, the Company issued 330,300 common share purchase warrants, each entitling the holder to purchase a non-flow-through common share of the Company for \$0.40 per share until December 2, 2025. The Company paid finder’s fees of \$7,000. All securities issued at closing are subject to a hold period expiring April 3, 2023, in accordance with applicable securities laws and the policies of the CSE. Total proceeds of \$981,849.80 were raised in both tranches through the issuance of 2,561,600 NFT Units and 1,138,166 FT Shares.

#### About StrategX

StrategX is a new Canadian-based exploration company on a mission to make discoveries in critical energy metals in northern Canada and contribute towards a sustainable energy economy. The Company’s property portfolio of 5 stand-alone projects is situated on the East Arm of the Great Slave Lake, Northwest Territories and the Melville Peninsula, Nunavut. The Company’s first-mover land position in underexplored regions provides a unique opportunity for investors to be part of multiple discoveries and the creation of new districts hosting metals required in the transition towards green energy. [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

**For further information, please contact:**

StrategX Elements Corp.

Email: [info@strategxcorp.com](mailto:info@strategxcorp.com)

Phone: 1-855-787-2849 (toll-free)

For further information about the Company, please visit our website at [www.strategxcorp.com](http://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.*