

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 13, 2024

Item 3. News Release

A news release dated and issued June 13, 2024, through Newsfile and SEDAR+.

Item 4. Summary of Material Change

StrategX Elements Corp. announces \$4.5M charity flow-through 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 13, 2024



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

NEWS RELEASE

StrategX Elements Corp. Announces \$4.5M Charity Flow-Through Private Placement

Vancouver, Canada, June 13, 2024 – **StrategX Elements Corp.** (CSE: STGX) (“**StrategX**” or the “**Company**”), announces that it proposes to undertake an up to \$4,500,000 non-brokered private placement of flow-through shares (the “**Charity FT Shares**”) to be sold to charitable purchasers at a price of \$0.30 per Charity FT Share. The gross proceeds received from the sale of the Charity FT Shares will be used for work programs on the Company’s exploration properties. All securities issued and sold under this financing will be subject to a four-month-and-one-day hold period under securities laws in Canada. The Company expects to complete this Charity FT Share financing on or before June 24, 2024.

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 Canadian-based exploration company focused on discovering critical metals in northern Canada. With five strategic projects situated on the East Arm of the Great Slave Lake, Northwest Territories and the Melville Peninsula, Nunavut, we’re leading discovery in untapped regions. This first-mover advantage in underexplored regions presents a unique opportunity for investors to be part of multiple discoveries and the development of new districts for critical metals essential for the global green energy shift. For updates and the latest insights, explore our [Investor Portal](#).

On Behalf of the Board of Directors

Darren G. Bahrey
CEO, President & Director

For further information, please contact:

StrategX Elements Corp.
info@strategXcorp.com
Phone: 778.231.2767

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

Neither the Canadian Securities Exchange nor its regulation 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.
