

**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**

July 9, 2024

**Item 3. News Release**

A news release dated and issued July 9, 2024, through Newsfile and SEDAR+.

**Item 4. Summary of Material Change**

StrategX Elements Corp. Announces Board Changes and Appointment of Strategic Advisors

**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**

July 9, 2024

## NEWS RELEASE

### **StrategX Elements Corp. Announces Board Changes and Appointment of Strategic Advisors**

Vancouver, Canada, July 9, 2024 – **StrategX Elements Corp.** (CSE: STGX) (“**StrategX**” or the “**Company**”) is pleased to announce Marcio Fonseca has been appointed to the Board of Directors of the Company as an independent director and the new Chair of the Company’s Audit Committee effective immediately.

Darren Bahrey, President and CEO stated “On behalf of the Company we are excited to have Mr. Fonseca join the Board. His appointment further enhances our board by adding business development, capital markets, and track records in the discovery and development of successful mining projects worldwide. We look forward to working closely with him on continuing the responsible growth of the Company with his knowledgeable guidance on delineating potential Tier 1 discoveries and the development of critical mineral deposits in northern Canada. With the addition of Marcio, our team and board have extensive experience working in all phases of exploration, project development and operations, including transactions in the capital markets.”

Mr. Fonseca’s broad skill set and experience in international mining finance and project development will be extremely valuable in advancing the Company’s position in the critical metals sector.

The Company acknowledges the support of the recently engaged Advisors to the Board noted below, who will continue contributing to the Company’s growth. StrategX also announces the resignation of David Haig from the Board of Directors effective immediately and advises that the previously announced private placement in which Mr. Haig’s company was to participate was not completed within the time required under CSE policies and accordingly has been terminated.

#### **Marcio Fonseca, Director**

Mr. Fonseca brings significant experience and expertise to the Company having successfully achieved a +30-years professional career working in multicommodity and multi-jurisdictions with large mining corporations and investment banks worldwide.

He previously served as the Division Director for Metals and Energy at Macquarie Bank, where he played a pivotal role in business growth in North America. Mr. Fonseca’s career achievements include direct involvement in successful discoveries of Tier 1 deposits and developing mine

operations in world-class mining districts. Renowned for his ability to identify, enhance, and develop natural resource opportunities, he has focused on delineating attractive prospects for development. His expertise in various jurisdictions encompasses all phases of mineral asset development, and he has held senior corporate development positions with Vale, Phelps Dodge, and Echo Bay Mines in Latin America.

Notable accomplishments include his instrumental role in orchestrating successful transactions such as the CAD\$155M acquisition of SilverCrest Mines by First Majestic Silver Corp in Mexico. More recently, Mr. Fonseca has created new ventures in Latin America laying the groundwork for business development. He has extensive experience in capital markets, strategic partnerships, and securing equity and debt financing for natural resource projects on a global scale.

## **Strategic Advisory Team**

The Company has been attracting additional support to guide on technical, financial, legal, and marketing. As we continue to build our company and unlock our discoveries in critical metals in northern Canada, they will play important roles in advising our management team and Board. Together, we are excited to achieve significant milestones and drive forward our vision of sustainable growth, innovation, and discovering and developing projects in green energy. The start of strategic advisory is the following:

### **Blaine Bailey – Financial & Accounting**

Mr. Bailey is a Chartered Professional Accountant, CGA working with public and private companies listed on the TSX, TSXV and NYSE over the past 20 years. He brings complementary skills to the team in the areas of finance, administration, and financial reporting. Blaine is the CFO of GR Silver Mining Ltd, VR Resources Ltd, American Copper Development Corporation, Aztec Minerals Corp, and Panorama Capital Corp. (CPC). He received his Bachelor of Commerce degree (Honours) from the University of Manitoba in 1977 and qualified for the CPA, CGA designation in British Columbia in 1983. He also served in the capacity of accountant for Molson Brewery B.C. Ltd. and was controller for Nabob Coffee Co. with head offices in Zurich, Switzerland.

### **John Land – Project Field Operations**

Mr. Land has over four decades of expertise in the energy sector. With a rich background in pioneering innovative exploration and production ventures, he adeptly navigates and mitigates risks while maximizing operational efficiency. John's extensive experience spans many decades of drilling in remote locales, where his strategic approach has consistently yielded successful outcomes. Moreover, his approach in fostering collaborative relationships with diverse stakeholders, including industry counterparts and indigenous communities, underscores his commitment to responsible resource development. He will play a role alongside the exploration project leaders and the VP of Exploration as we advance our field programs.

### **Kathleen MacInnes – Corporate & Legal Counsel**

Ms. MacInnes of K MacInnes Law Group. Kathleen has been the Company's legal counsel since its inception. She has been practicing law for 30 years and specializes in corporate and securities

law. Before starting her firm in 2011, Kathleen was a principal owner of a medium-sized Vancouver-based boutique corporate, securities and commercial litigation law firm. She has played an integral role with the management team and Board during the past decade, also ensuring the successful transition of private companies to Canadian public stock exchange listings and finalizing key corporate transactions.

### **About StrategX**

StrategX is a Canadian exploration company dedicated to discovering critical metal deposits in Northern Canada. With five strategic projects situated on the East Arm of the Great Slave Lake in the Northwest Territories and on the Melville Peninsula in Nunavut, we are pioneering exploration discoveries in these untapped regions. By integrating historical data from previous exploration programs conducted by major mining companies and applying innovative exploration methodology, StrategX is offering investors a unique opportunity to be part of multiple discoveries and the development of new critical metal districts. These important metals are essential for supporting the global transition towards green energy. For the latest updates and insights, visit our [Investor Portal](#).

### **On Behalf of the Board of Directors**

Darren G. Bahrey  
CEO, President & Director

**For further information, please contact:**

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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 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.*