

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

**MATERIAL CHANGE REPORT UNDER SECTION 7.1 OF
NATIONAL INSTRUMENT NO. 51-102**

Item 1. Reporting Issuer

Caprock Mining Corp. (the “Company”)
77 King Street West
Suite 2905
Toronto, Ontario
M5K 1H1

Item 2. Date of Material Change

Material change took place effective February 28, 2022.

Item 3. Press Release

A news release was issued by the Company on February 28, 2022 and was subsequently filed on SEDAR.

Item 4. Summary of Material Change

On February 28, 2022, the Company announced that it has completed the acquisition of a 100% interest in an aggregate of 523 mining claims and 15 leases in the province of Ontario comprising the properties known as Mud Lake, Golden Heart, Brookbank East, Three Towers, Miner Lake and Green Oaks, subject to certain royalties from Big Ridge Gold Corp., as previously described in the long form prospectus of the Company dated December 23, 2021.

Item 5. Full Description of Material Change

See Schedule "A" attached hereto.

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

The report is not being filed on a confidential basis.

Item 7. Omitted Information

No information has been omitted.

Item 8. Executive Officer

The following person may be contacted for further information:

Vishal Gupta, President
Tel: 647-466-0506

Item 9.

Date of Report

This report is dated February 28, 2022.

SCHEDULE "A"



Caprock Mining Corp. Completes Property Acquisition from Big Ridge Gold Corp.

Toronto, Ontario--(Newsfile Corp. – February 28, 2022) – Caprock Mining Corp. (CSE: CAPR) ("**Caprock**" or the "**Company**"), a Canadian gold exploration company focused on opportunities in the historical Beardmore-Geraldton Gold Belt of Ontario, is pleased to announce that it has completed the acquisition of a 100% interest in an aggregate of 523 mining claims and 15 leases in the province of Ontario comprising the properties known as Mud Lake, Golden Heart, Brookbank East, Three Towers, Miner Lake and Green Oaks, subject to certain royalties (collectively, the "**Property**") from Big Ridge Gold Corp., as previously described in the long form prospectus of the Company dated December 23, 2021. As consideration for the acquisition of the Property, the Company issued 10,000,000 common shares of the Company (the "**Consideration Shares**") at a deemed price of \$0.10 per Consideration Share. The Consideration Shares will be subject to a statutory hold period of four months and one day and to an escrow agreement between the Company, Marrelli Trust Company Limited, Big Ridge Gold Corp., *et al*, dated January 26th, 2022, which is available on the Company's SEDAR profile at www.sedar.com.

About Caprock Mining Corp.

Caprock Mining Corp. is a Canadian gold exploration company focused on opportunities in the historical Beardmore-Geraldton Gold Belt ("BGB") of Ontario. The Company's 100% interest in six gold exploration properties gives it a substantial landholding in the BGB - a belt that has produced over four million ounces of gold historically, and contains the world-class Greenstone gold project (formerly known as the Hardrock gold project) which is being brought to production by a joint venture partnership between EquinoxGold and Orion Mine Finance. With an experienced management team that has a strong exploration pedigree, Caprock is poised to advance its portfolio of gold exploration properties in the BGB to generate incremental shareholder value.

For More Information:

Please contact:

Vishal Gupta

President & CEO

Direct: 1-647-466-0506

E-Mail: vgupta@caprockmining.com

Forward-Looking Information and Statements

No stock exchange, securities commission or other regulatory authority has approved or disapproved the information contained herein. This news release contains forward-looking information which involves risks, uncertainties and other factors that could cause actual events, results, performance, prospects and opportunities to differ materially from those expressed or implied by such forward-looking information. Forward-looking information in this news release includes, but is not limited to, the prospective nature of



the Company's properties in the historical Beardmore-Geraldton Gold Belt of Ontario. Factors that could cause actual results to differ materially from such forward-looking information include, but are not limited to, general market conditions, inclement weather, the COVID-19 pandemic, commodity prices, availability of financing, the failure to receive permits and regulatory approvals on terms acceptable to the Company or at all, and the results of exploration activities. Although the Company believes that the assumptions and factors used in preparing the forward-looking information in this news release are reasonable, undue reliance should not be placed on such information, which only applies as of the date of this news release, and no assurance can be given that such events will occur in the disclosed time frames or at all. The Company disclaims any intention or obligation to update or revise any forward-looking information, whether as a result of new information, future events or otherwise, other than as required by law.