FORM 51-102F3
Material Change Report

Item 1. **Reporting Issuer**

Rock Edge Resources Ltd. (the "**Company**")
1240-789 West Pender Street
Vancouver, BC V6C 1H2

Item 2. **Date of Material Change**

February 07, 2023

Item 3. **Press Release**

News Release dated February 07, 2023 was disseminated through Access Newswire

Item 4. **Summary of Material Change**

On February 07, 2023 the Company announced that it had optioned the Pagwachaun Lithium Property from Gravel Ridge Resources Ltd. and 1544230 Ontario Inc..

Item 5. **Full Description of Material Change**

Vancouver, British Columbia, February 7th, 2023: Rock Edge Resources Ltd. (the "Company" or "Rock Edge") (**CSE: REDG**) is pleased to announce it has signed an option agreement to acquire a 100% interest in the Pag North Lithium Project (the "Property") located east of LongLac, northwestern Ontario. The Property consists of 9 mining claims (189 cells) comprising 3,932 hectares. The Property is hosted within the Quetico Subprovince, the same subprovince that hosts the Georgia Lake Pegmatite field which to date contains over 38 rare-element occurrences and 10 spodumene pegmatite deposits (Breaks et al., 2003). The Trans-Canada Highway 11 lies just to the north of the Property providing ample access.

See Schedule 'A' for full details

Item 6. **Reliance on subsection 7.1(2) or (3) 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**

Charles Desjardins, President and CEO and Director
(604) 808-3156

Item 9. **Date of Report**

February 07, 2023

SCHEDULE ‘A’

ROCK EDGE ACQUIRES THE PAG NORTH LAKE LITHIUM PROJECT, NORTHWESTERN ONTARIO1

Vancouver, British Columbia, February 7th, 2023: Rock Edge Resources Ltd. (the "Company" or "Rock Edge") (**CSE: REDG**) is pleased to announce it has signed an option agreement to acquire a 100% interest in the Pag North Lithium Project (the “Property”) located east of LongLac, northwestern Ontario. The Property consists of 9 mining claims (189 cells) comprising 3,932 hectares. The Property is hosted within the Quetico Subprovince, the same subprovince that hosts the Georgia Lake Pegmatite field which to date contains over 38 rare-element occurrences and 10 spodumene pegmatite deposits (Breaks et al., 2003). The Trans-Canada Highway 11 lies just to the north of the Property providing ample access.

***Charles Desjardins, CEO of Rock Edge states**, "We continue to acquire opportunities in the critical mineral space in northwestern Ontario. The Pag North Lithium Project has the geological environment to contain rare-element pegmatites and evidence to date supports the potential merit. This is an unexplored portion of a subprovince that has been proven to yield valuable lithium resources. We look forward to the spring to commence mapping and sampling."*

Pag North Lithium Property

The Pag North Lithium Project consists of 9 mining claims totaling 3,932 hectares. The Property lies within 500 m of the terrane boundary between the East Wabigoon and Quetico subprovinces. These terrane boundaries are integrally related to the location of northwestern Ontario lithium deposits and occurrences, as they act as deep-seated sutures for parental granitic melts (Breaks et al., 2003[1]) (Figure 1). The Property host a S-type peraluminous muscovite granite (Pagwachaun pluton) in contact with metasediments. Metasediments make excellent exo-contact hosts for rare-element pegmatites. Several muscovite bearing pegmatites were mapped by the OGS in Map 2649[2] in 1983, hosted within the Pagwachaun pluton and within the metasediments. This is a promising sign that the S-type peraluminous granite has fractionated and deposited pegmatites within the exo-contact. Further to add to the merit of the Property is the Pagwachaun fault along the north shore of the Pagwachaun Lake providing structure and fracture systems for parental melts.

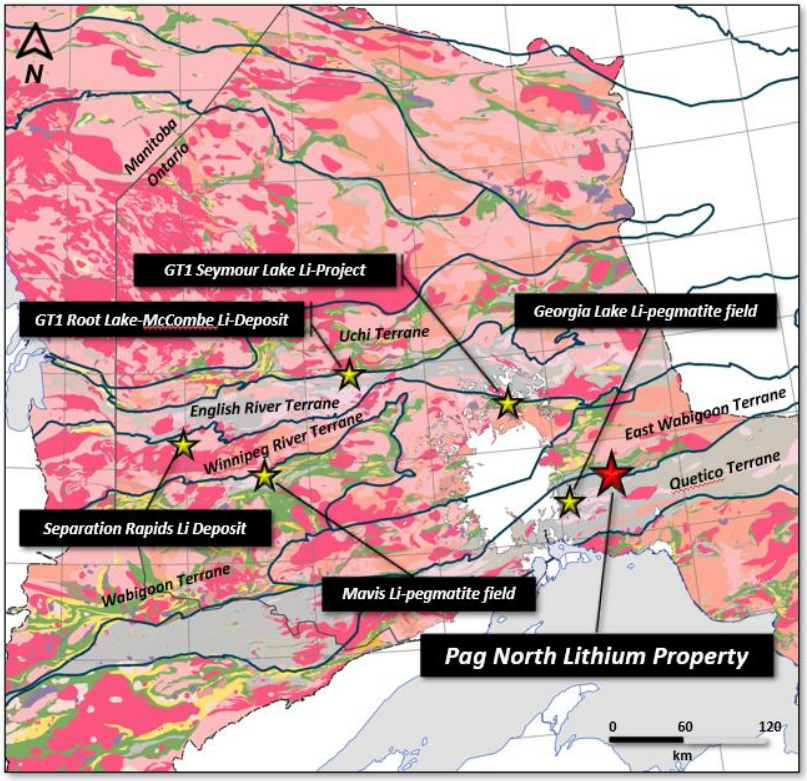

Figure 1. *Lithium deposits and pegmatite fields of northwestern Ontario. Source OGS.*

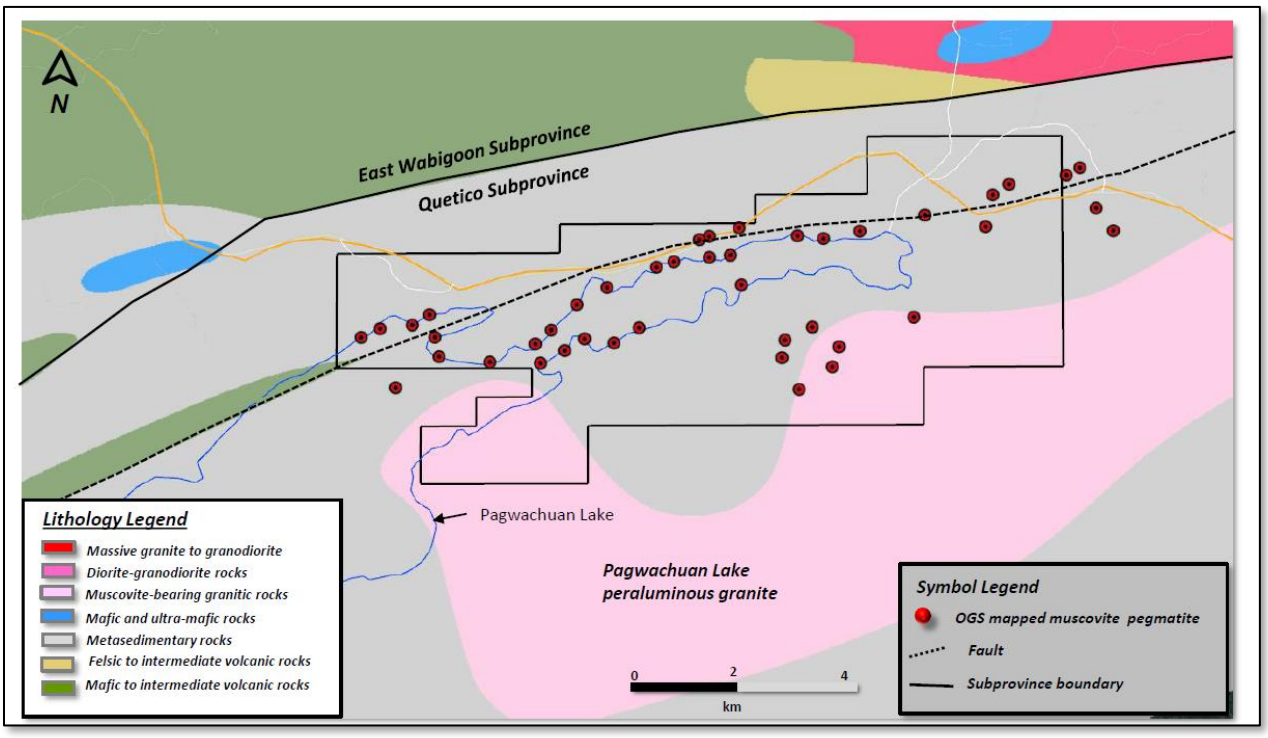

Figure 2. *Regional geological location of the Maun Lithium Property.*

The Transaction

Rock Edge signed the Pag North Lithium option agreement to acquire a 100% interest in the Property from two third parties, Gravel Ridge Resources Ltd. and 1544230 Ontario Inc. (the 'Optionors') by paying a total of $94,000 and issuing 300,000 shares over a

three-year period. The Optionors will retain a 1.5% net smelter royalty ("NSR") on the Property, of which Rock Edge can purchase 0.5% of the NSR for $600,000.

The payments will be 50% to Gravel Ridge and 50% to 1544239 Ontario Inc totalling $ 94,000.00 and issue 300,000 shares of the Optionee in accordance with the following schedule:

(i) a $22,000.00 cash payment upon the signing of this Agreement; and issue 300,000 shares of the Optionee upon approval of the Exchange (the "Initial Payment");

(ii) an additional $18,000.00 cash payment upon the 1st anniversary of the signing date of this agreement;

(iii) an additional $24,000.00 cash payment upon the 2nd anniversary of the signing date of this agreement;

(iv) an additional $30,000.00 cash payment upon the 3nd anniversary of the signing date of this agreement;

Qualified Person

The technical content of this news release has been reviewed and approved by Mike Kilbourne, P. Geo., who is an independent Qualified Person (QP) as defined in National Instrument 43-101, *Standards of Disclosure for Mineral Projects*. The QP and the Company have not completed sufficient work to verify the historic information on the Property particularly regarding historical exploration, neighbouring companies, and government geological work.

References

1. *Breaks, F.W., Selway, J.B. and Tindle, A.G. 2003. Fertile peraluminous granites and related rare-element mineralization in pegmatites, Superior Province, northwest and northeast Ontario: Operation Treasure Hunt; Ontario Geological Survey, Open File Report 6099, 179p.*
2. *Amuken, S.E., 1983. Klob Lake: Ontario Geological Survey Map 2469, PreCambrian Geology Series, scale 1 inch to ½ mile, Geology 1979.*