

**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

April 11, 2023

Item 3.

Press Release

News Release dated April 11, 2023 was disseminated through Access Newswire

Item 4.

Summary of Material Change

On April 11, 2023 the Company announced that it had executed a definitive agreement to acquire 100% interest in the Val D'Or East Lithium Property from BC1403437 BC LTD.

Item 5.

Full Description of Material Change

Vancouver, British Columbia, April 11, 2023, Rock Edge Resources ("Rock Edge," or the "Company") is pleased to announce that it has entered in a definitive agreement to acquire all of the issued and outstanding securities in the capital of 1403437BC Ltd. (the "Acquisition").

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) 787-7356

Item 9.

Date of Report

April 11, 2023

SCHEDULE 'A'

**ROCK EDGE RESOURCES EXECUTES DEFINITIVE AGREEMENT TO
ACQUIRE VAL-D'OR EAST**

Vancouver, British Columbia, April 11, 2023, Rock Edge Resources ("Rock Edge," or the "Company") is pleased to announce that it has entered in a definitive agreement to acquire all of the issued and outstanding securities in the capital of 1403437BC Ltd. (the "Acquisition")

1403437 BC Ltd. holds a 100% undivided interest in the Val-d'Or East Mineral Claims (the "Property") in the Province of Quebec, Canada. The Property consists of 90 mining claims covering approximately 5,292 hectares or 53 square km. The Property is located 30km southeast of Val-d'Or, accessible via the regional 117 highway.

The Property is located approximately 65km southeast from The NAL Lithium Processing Plant (A Piedmont/Sayona Joint Venture), which just announced it produced its first batch of spodumene concentrate (SC6) and 30km southwest of Val-d'Or, a logistics hub for mining service. Currently, three lithium refiners are in the works, with Sayona planning to commission a refinery that will output Lithium Hydroxide, located approximately 70km southeast of the Property. Additionally, there is a third refinery planned by Nameska near Becancour, about 200km southeast of the Rock Edge's Val d'Or East Lithium Project.

The Property is contiguous to Sayona Mining Limited's (ASX: SYA) Property and to Brunswick exploration property. The Property lies chiefly on the metagraywackes of the Pontiac Geological Subprovince. The Réservoir Decelles Batholith is located 1-3km away from the Property and consists of a heterogeneous granite which contain muscovite-pegmatites. The vicinity of the Property was prospected for Cu-Ni (Lac Granet, Lac Louvicourt-South and Céré-Villebon), and the search for pegmatites was ignored until very recently.

Charles Desjardins, CEO of Rock Edge, states, "Quebec's commitment to sustainable energy and its strategic position in the global lithium market is paving the way for a brighter, cleaner future. With the Val-Do'Or East Lithium Project, Rock Edge is not only solidifying its presence in this hub of innovation but also contributing to the advancement of sustainable energy on a global scale."

The Lac-Granet showing, located on Sayona Mining Limited's claims, is located 3km away from the west limit of the Property and 10km north of the Réservoir Decelles Batholith. A drill program by Canadian Malartic Gold Mines Ltd. in 1955 (GM03673) documented several intercepts of aplite and fine-grained granitic dykes as well as pegmatites with greenish muscovite. These pegmatites are likely linked to the batholith being formed at its margin. Such pegmatites are interpreted to being produced during late stages of crystallization, which is a primary condition to form LCT (lithium-tantale-ceasium) pegmatites. The presence of muscovite mineral is also indicative of later stages of crystallization, a key indicative mineral for lithium-bearing pegmatites. Underexplored

areas surrounding the Réservoir Decelles Batholith may therefore be considered prospective as they are susceptible to contain LCT type of pegmatites.

Additionally, anomalous lake bottom sediments in Li are found within the Property (5.2 ppm Li, 6.6 ppm Li) or less than 300 m away from its limits (10.2 ppm Li).

Pursuant to the terms of the Acquisition, shareholders of 1403437 BC Ltd. will receive cash payments of \$30,000 upon closing of the Acquisition, \$30,000 on or before the one-year anniversary of the closing of the Acquisition and will be issued 750,000 units of the Company (the "Consideration Units") at a deemed price of \$0.10 per Consideration Unit. The Consideration Units will consist of (a) 750,000 common shares of the Company (the "Unit Shares") and (b) 750,000 common share purchase warrants of the Company (the "Unit Warrants") entitling holders to purchase one common share of the Company with an exercise price of \$0.20 per common share and expiring 3 years from the closing date of the Acquisition.

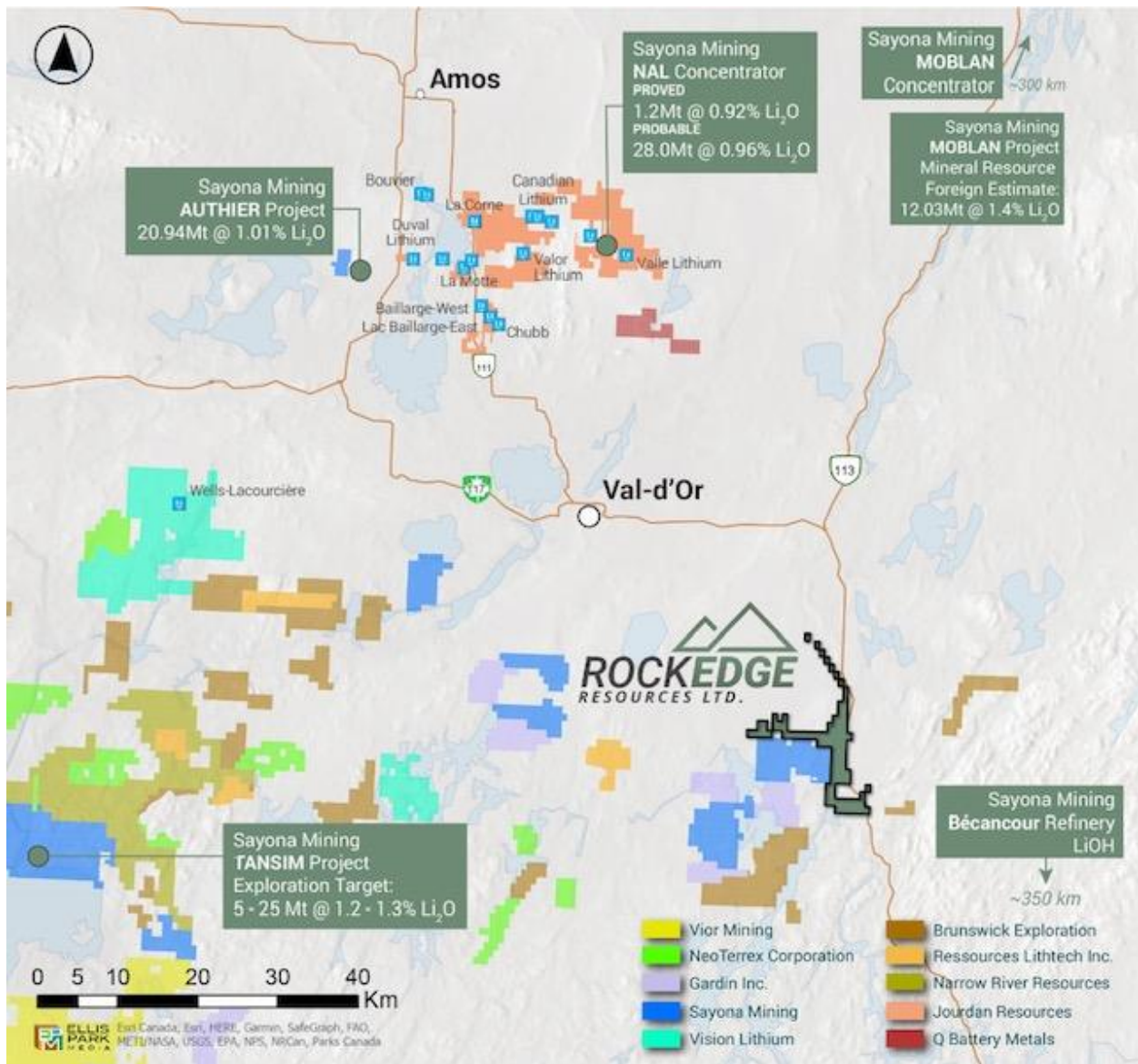


Figure 1 Area Map with display of Rock Edge's Val-d'Or East Claims

Qualified Person

Technical information relating to the Val d'Or East Lithium property contained in the news release has been approved by Isabelle Robillard, P. Geo, who is a "Qualified Person" within the meaning of National Instrument 43-101 Standards of Disclosure for Mineral Projects.